



October 9, 2008

Utah Division of Oil, Gas and Mining
P.O. Box 145801
1594 West North Temple, Suite 1210
Salt Lake City, Utah 84114-5801

5-13-46 BTR
Tribal Surface/Tribal Minerals
SWNW, Section 13-T4S-R6W
Duchesne County, Utah

Diana Mason, Permitting - Petroleum Technician:

Enclosed please find a copy of Bill Barrett Corporation's (BBC) application for permit to drill the above captioned well. Montgomery Archeological Consultants conducted a Class III archeological survey for this location and confirmed that "no historic properties affect" this location. The final report dated September 10, 2008 (MOCA Report No. 08-164) was submitted under a previous cover. EIS Environmental and Engineering Consulting conducted a "Threatened, Endangered, Candidate, and Sensitive Species Habitat Delineation Survey" on August 27 and 28, 2008. No endangered species were identified in this survey. A copy of this report was submitted under a previous cover.

Please contact me at (303) 312-8546 if you need anything additional or have any questions.

Sincerely,

Reed Haddock
Permit Analyst

Enclosures

RECEIVED
OCT 14 2008
DIV. OF OIL, GAS & MINING

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

FORM APPROVED
OMB No. 1004-0137
Expires July 31, 2010

5. Lease Serial No.
BIA-EDA-2OG0005608

6. If Indian, Allottee or Tribe Name
ute Indian Tribe

1a. Type of work: ☒ DRILL ☐ REENTER

7. If Unit or CA Agreement, Name and No.
N/A

1b. Type of Well: ☒ Oil Well ☐ Gas Well ☐ Other ☐ Single Zone ☒ Multiple Zone

8. Lease Name and Well No.
5-13-46 BTR

2. Name of Operator Bill Barrett Corporation

9. API Well No.
Pending 43-013-34115

3a. Address 1099 18th Street, Suite 2300, Denver, CO
80202

3b. Phone No. (include area code)
(303) 312-8546

10. Field and Pool, or Exploratory
Altamont

4. Location of Well (Report location clearly and in accordance with any State requirements.)*

At surface 2153' FNL x 1039' FWL, Sec. 13, T4S, R6W

At proposed prod. zone 2153' FNL x 1039' FWL, Sec. 13, T4S, R6W

11. Sec., T. R. M. or Blk. and Survey or Area
Sec. 13, T4S, R6W U.S.B.&M.

SWNW

14. Distance in miles and direction from nearest town or post office*
Approximately 9.1 miles southwest of Duchesne, UT

12. County or Parish
Duchesne

13. State
UT

15. Distance from proposed*
location to nearest
property or lease line, ft.
(Also to nearest drig. unit line, if any)

1039' FWL

16. No. of acres in lease
N/A

17. Spacing Unit dedicated to this well
640

18. Distance from proposed location*
to nearest well, drilling, completed,
applied for, on this lease, ft.

2,980' shut in well

19. Proposed Depth
7,961'

20. BLM/BIA Bond No. on file
Nationwide Bond # WYB000040

21. Elevations (Show whether DF, KDB, RT, GL, etc.)
6404' Ungraded Ground

22. Approximate date work will start*
02/01/2009

23. Estimated duration
45 days

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, must be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO must be filed with the appropriate Forest Service Office).

4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification
6. Such other site specific information and/or plans as may be required by the BLM.

25. Signature
Reed Haddock

Name (Printed/Typed)
Reed Haddock

Date
10/09/2008

Title
Permit Analyst

Approved by (Signature)
Bradley G. Hill

Name (Printed/Typed)
BRADLEY G. HILL
Office ENVIRONMENTAL MANAGER

Date
10-15-08

Title

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

(Continued on page 2)

*(Instructions on page 2)

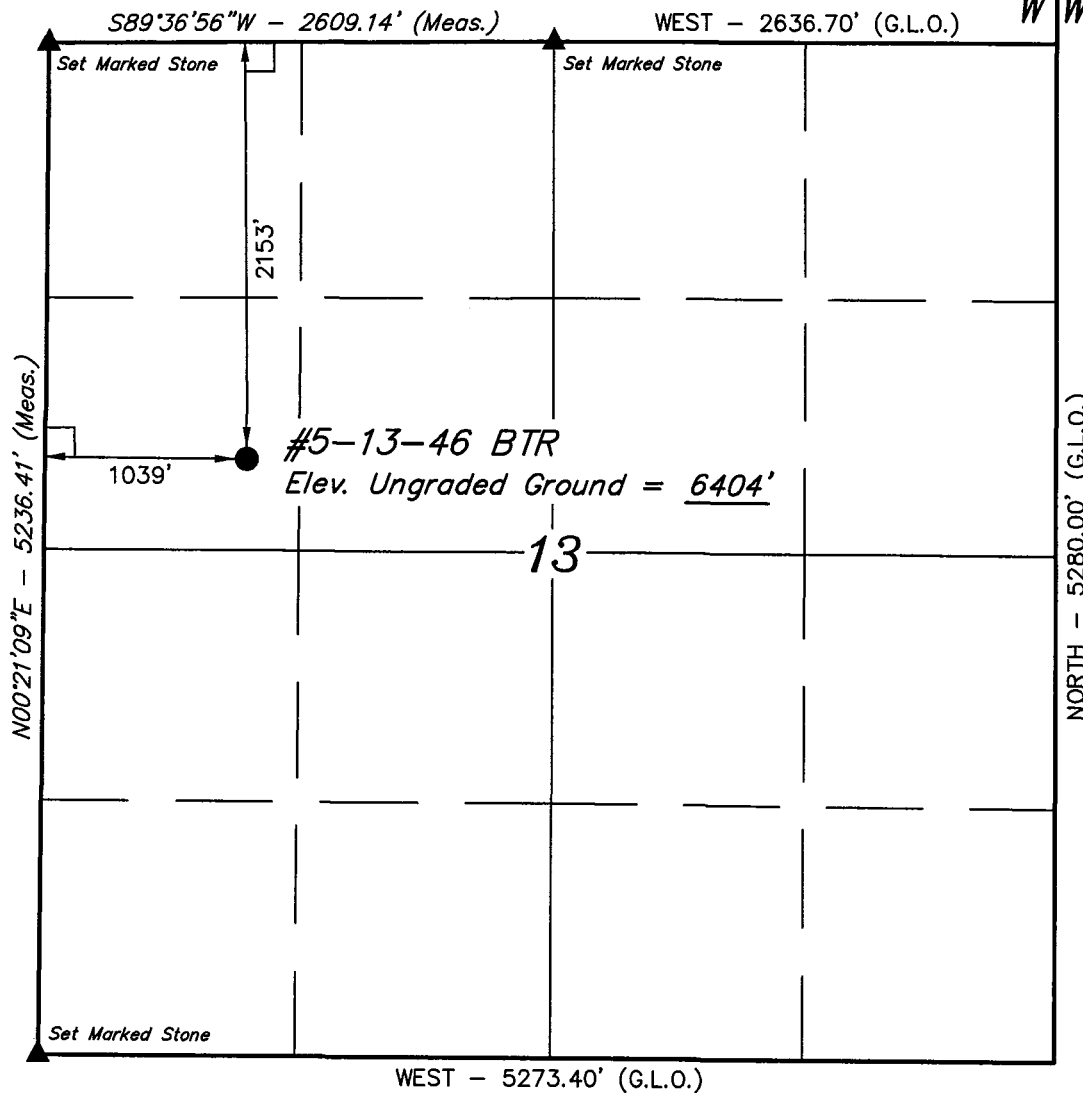
541182X
4442555Y
40.134210
-110.516615

Federal Approval of this
Action is Necessary

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T4S, R6W, U.S.B.&M.

R6W
R5W



BILL BARRETT CORPORATION

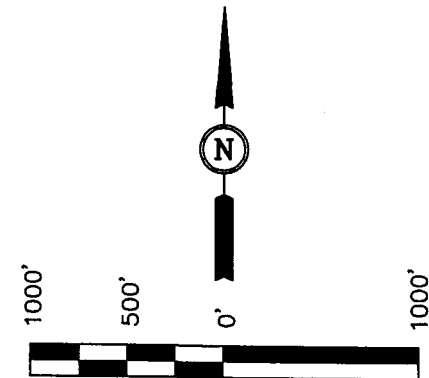
Well location, #5-13-46 BTR, located as shown in the SW 1/4 NW 1/4 of Section 13, T4S, R6W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M., TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

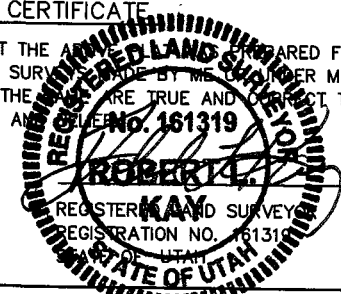
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE MAP WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY MADE BY ME UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



LEGEND:

└─┘ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

(NAD 83)

LATITUDE = 40°08'02.97" (40.134158)

LONGITUDE = 110°31'02.15" (110.517264)

(NAD 27)

LATITUDE = 40°08'03.12" (40.134200)

LONGITUDE = 110°30'59.59" (110.516553)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 08-29-08	DATE DRAWN: 09-12-08
PARTY D.R. D.S. S.L.	REFERENCES G.L.O. PLAT	
WEATHER HOT	FILE BILL BARRETT CORPORATION	

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

HAZARDOUS MATERIAL DECLARATION

WELL NO. # 5-13-46 BTR - LEASE NO. BIA-EDA-2OG0005608

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will not use, produce, or store, transport or dispose 10,000# annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Super Amendments and Reauthorization Act (SARA) of 1986.

Bill Barrett Corporation guarantees that during the drilling and completion of the above referenced well, we will use, produce, store, transport, or dispose less than the threshold planning quantity (TPQ) of any extremely hazardous substances as defined in 40 CFR 355.

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

DRILLING PLAN

BILL BARRETT CORPORATION
5-13-46 BTR

SHL: SW/4 NW/4, 2153' FNL & 1039' FWL, Section 13-T4S-R6W
BHL: SW/4 NW/4, 2153' FNL & 1039' FWL, Section 13-T4S-R6W
Surface Owner: Tribal
Duchesne County, Utah

1 - 3. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>
Green River	1,942'
Douglas Creek	4,640'
Black Shale	5,495'
Castle Peak	5,693'
Wasatch	6,231' *
TD	7,961'

*PROSPECTIVE PAY

The Wasatch and the North Horn are primary objectives for oil/gas.

4. Casing Program

A) Planned Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
12 ½"	surface	2,000'	9 5/8"	36#	J or K 55	ST&C	New
8 ¾"	surface	TD	5 ½"	17#	P-110	LT&C	New

For any liner ran BBC intends to have a minimum of 200' of liner overlap.

5. Cementing Program

A) Planned Program

9 5/8" Surface Casing	Approximately 470 sx Halliburton Light Premium with additives mixed at 12.7 ppg (yield = 1.82 ft ³ /sx) circulated to surface with 75% excess. Approximately 230 sx Halliburton Premium Plus cement with additives mixed at 15.8 ppg (yield = 1.20 ft ³ /sx).
5 ½" Production Casing	Approximately 290 sx Halliburton Hi-Fill Modified cement with additives mixed at 10.7 ppg (yield = 2.92 ft ³ /sx). Approximately 270 sx Halliburton Tuned Light RS-1 cement with additives mixed at 11.5 ppg (yield = 3.21 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 2,000'.

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 2,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3,000' – TD	8.6 – 9.2	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. **BOP and Pressure Containment Data**

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2,000'	No pressure control required
2,000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 7,500 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

8. **Auxiliary Equipment**

- Upper kelly cock; lower Kelly cock will be installed while drilling
- Inside BOP or stab-in valve (available on rig floor)
- Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

9. **Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.

10. **Anticipated Abnormal Pressures or Temperatures**

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 3972 psi* and maximum anticipated surface pressure equals approximately 2146 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A - (0.22 x TD)

11. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

12. Drilling Schedule

Location Construction:	Approximately December 1, 2008
Spud:	Approximately February 1, 2009
Duration:	30 days drilling time
	45 days completion time

5-13-46 BTR Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>		
Lead Cement - (1500' - 0')			
Halliburton Light Premium	Fluid Weight:	12.7	lbm/gal
1.0% Calcium Chloride	Slurry Yield:	1.82	ft ³ /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid:	9.72	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	1,500'	
	Volume:	146.41	bbl
	Proposed Sacks:	470	sks
Tail Cement - (TD - 1500')			
Premium Cement	Fluid Weight:	15.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.20	ft ³ /sk
0.125 lbm/sk Ploy-E-Flake	Total Mixing Fluid:	5.238	Gal/sk
	Top of Fluid:	1,500'	
	Calculated Fill:	500'	
	Volume:	48.80	bbl
	Proposed Sacks:	230	sks

<u>Job Recommendation</u>	<u>Production Casing</u>		
Lead Cement - (4995' - 2000')			
Halliburton Hi-Fill Modified	Fluid Weight:	10.7	lbm/gal
0.2% HR-5	Slurry Yield:	2.92	ft ³ /sk
0.25 lbm/sk Poly-E-Flake	Total Mixing Fluid:	17.26	Gal/sk
5.0 lbm/sk Gilsonite	Top of Fluid:	2,000'	
	Calculated Fill:	2,995'	
	Volume:	148.20	bbl
	Proposed Sacks:	290	sks
Tail Cement - (7961' - 4995')			
Halliburton Tuned Light RS-1	Fluid Weight:	11.5	lbm/gal
0.2% Super CBL	Slurry Yield:	3.21	ft ³ /sk
0.2% HR-5	Total Mixing Fluid:	18.56	Gal/sk
	Top of Fluid:	4,995'	
	Calculated Fill:	2,966'	
	Volume:	146.78	bbl
	Proposed Sacks:	270	sks

Well name:	BTR General
Operator:	Bill Barrett Corporation
String type:	Surface
Location:	Duchesne County, UT

Design parameters:

Collapse

Mud weight: 8.90 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 70.00 °F

Bottom hole temperature: 94 °F
Temperature gradient: 1.22 °F/100ft
Minimum section length: 1,500 ft

Cement top: Surface

Burst

Max anticipated surface

pressure: 911 psi

Internal gradient: 0.22 psi/ft

Calculated BHP 1,351 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.80 (J)

Premium: 1.80 (J)

Body yield: 1.80 (B)

Tension is based on buoyed weight.

Neutral point: 1,737 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 9,500 ft
Next mud weight: 10.600 ppg
Next setting BHP: 5,231 psi
Fracture mud wt: 13.000 ppg
Fracture depth: 2,000 ft
Injection pressure 1,351 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	2000	9.625	36.00	J-55	ST&C	2000	2000	8.796	142.4
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	925	2020	2.185	1351	3520	2.61	63	394	6.30 J

Prepared Dominic Spencer
by: Bill Barrett

Phone: (303) 312-8164
FAX: (303) 291-0420

Date: September 2, 2008
Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 2000 ft, a mud weight of 8.9 ppg. The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	BTR General
Operator:	Bill Barrett Corporation
String type:	Production
Location:	Duchesne County, UT

Design parameters:

Collapse

Mud weight: 10.60 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
 Surface temperature: 70.00 °F
 Bottom hole temperature: 186 °F
 Temperature gradient: 1.22 °F/100ft
 Minimum section length: 1,500 ft

Burst

Max anticipated surface

pressure: 3,141 psi

Internal gradient: 0.22 psi/ft

Calculated BHP 5,231 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
 8 Round LTC: 1.80 (J)
 Buttress: 1.80 (J)
 Premium: 1.80 (J)
 Body yield: 1.80 (B)

Non-directional string.

Tension is based on buoyed weight.

Neutral point: 7,973 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	9500	5.5	17.00	P-110	LT&C	9500	9500	4.767	327.4
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	5231	7480	1.430	5231	10640	2.03	136	445	3.28 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8164
 FAX: (303) 291-0420

Date: September 2, 2008
 Denver, Colorado

Remarks:

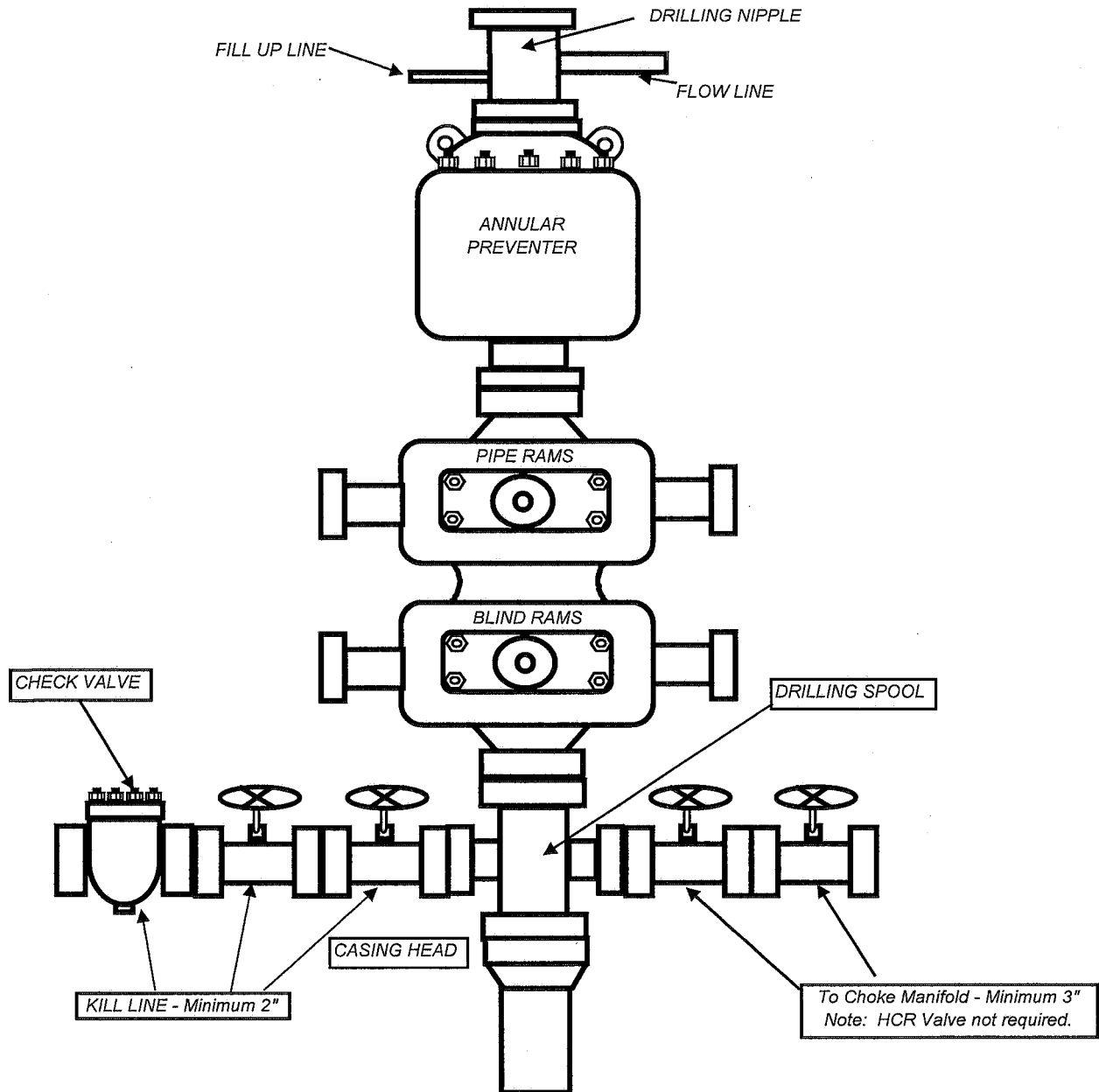
Collapse is based on a vertical depth of 9500 ft, a mud weight of 10.6 ppg. The casing is considered to be evacuated for collapse purposes.
 Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

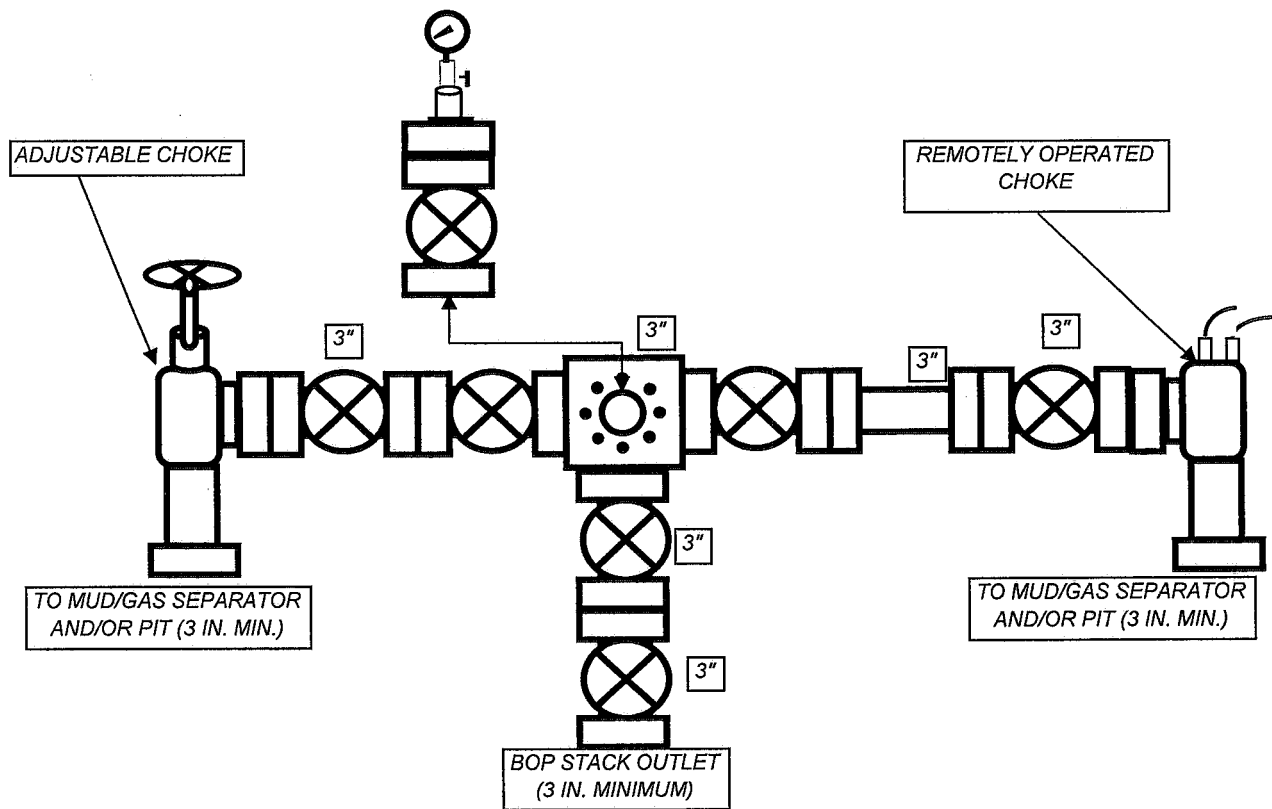
BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



**Surface Use Plan for
Bill Barrett Corporation's
Development Program
Black Tail Ridge Area
Duchesne County, Utah**

1. Existing Roads:

The Black Tail Ridge Areas are located approximately 12 miles Southwest of Duchesne, Utah and extend from Township 3 South, Range 5 West, Range 6 West, and Range 7 West and the North ½ of Township 4 South, Range 5 West, Range 6 West, and Range 7 West. The specific location of a particular well pad will be shown on maps and described in the site specific APD.

The use of state and county roads under UDOT and Duchesne County Road Department maintenance is necessary to access the Project Area. Improvements to existing access roads will be noted in the site specific APD's.

2. Planned Access Roads:

Descriptions of the individual access road(s) will be included in the site specific APD and ROW application.

Surface disturbance and vehicular traffic will be limited to the approved location and approved access route. Any additional area needed will be approved in advance with the UDWR.

3. Location of Existing Wells With-In A One-Mile Radius

Water wells – None.

Abandoned wells – (2) SW/4, Sec. 13, T4S, R6W
NE/4, Sec. 23, T4S, R6W

Temporarily abandoned wells – None.

Disposal wells – None.

Drilling wells – None.

Producing wells – None.

Shut-In wells – (1) NE/4, Sec. 14, T4S, R6W

4. Location of Tank Batteries, Production Facilities, and Production Gathering And Service Lines:

The following guidelines will apply if the well is productive:

All permanent (on site for six months or longer) structures constructed or installed will conform to DOGM standards. All facilities will be painted within six months of installation.

A containment dike will be constructed completely around production facilities which contain fluids (i.e., production tanks, produced water tanks). This dike will be constructed of compacted subsoil, be impervious, and hold a minimum of 110% of the capacity of the largest tank. Topsoil will not be used for the construction of dike(s).

A description of the proposed pipeline and a map illustrating the proposed route will be submitted with the well site specific APD.

5. Location and Type of Water Supply

The Duchesne City Culinary Water Dock located in section 1, T4S-R5W will be used for water supply for drilling and completion operations. Additional water supply sources will be addressed in the site specific APD, indicating the location and type of water supply.

6. Source of Construction Materials:

All construction materials for this location site and access road shall be borrowed (local) material accumulated during construction of the location site and access road. No construction materials will be removed from UDWR lands. If any gravel is used, it will be obtained from an approved gravel pit.

7. Methods of Handling Waste Materials:

Drill cuttings will be contained and buried in the reserve pit.

Drilling fluids, including any salts and chemicals, will be contained in the reserve pit. Upon termination of drilling and completion operations, the liquid contents of the reserve pit will be used at the next drill site or will be removed and disposed of at an approved waste disposal facility within 180 days after drilling is terminated. Immediately upon well completion, any hydrocarbons in the pit shall be removed.

Unless otherwise specified in the site specific APD, the reserve pit will be constructed on the location and will not be located within natural drainages, where a flood hazard exists or surface runoff will destroy or damage the pit walls. The reserve pit will be constructed so that it will not allow discharge of liquids.

If it is determined, at the onsite, that a pit liner is necessary, the reserve pit will be lined with a synthetic reinforced liner a minimum of 12-millimeters thick. The liner will overlay a felt-liner pad if rock that might tear or puncture the liner is encountered during excavation. The liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. Trash, scrap pipe, etc. that could puncture the liner will not be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at

all times during the drilling and completion operations. The pit liner will be protected during drilling and completion operations.

No water well will be drill on this lease. Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W. The trucked water will follow the access route described in the plat package of each APD. Production fluids will be contained in leak-proof tanks. All production fluids will be sold, recycled, or disposed of at approved disposal sites.

Any spills of oil, gas, salt water, or other noxious fluids will be immediately cleaned up and removed to an approved disposal site.

A chemical self-contained sanitary-toilet will be onsite during drilling and completions.

Garbage, trash, and other waste materials will be collected in a portable, self-contained, fully enclosed trash cage during operations. Trash will not be burned on location.

All debris and other waste materials not contained in the trash cage will be cleaned up and removed from the location immediately after removal of the drilling rig.

Any open pits will be fenced during the operations. The reserve pit fencing will be on three sides before drilling operations start. The fourth side will be fenced as soon as drilling is completed and the rig is removed. The fencing will be maintained until such time as the pits are backfilled.

8. **Ancillary Facilities:**

Garbage containers and portable toilets are the only ancillary facilities proposed. No additional ancillary facilities are foreseen in the future.

9. **Wellsite Layout:**

A Location Layout Diagram describing drill pad cross-sections, cuts and fills, and locations of mud tanks, reserve pit, flare pit, pipe racks, trailer parking, spoil dirt stockpile(s), and the surface materials stockpile(s) will be included with the site specific APD and developed through a consultant.

10. **Plans for Restoration of the Surface:**

The dirt contractor will be provided with an approved copy of the surface use plan and these Standard Operating Procedures prior to commencing construction activities.

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, materials, trash, and debris not required for production. All reclamation standards will be developed between Bill Barrett Corporation (BBC) and UDWR. Abandoned well sites, roads, and other disturbed areas will be restored as near as practical to their original condition. Where applicable, these conditions may include the re-establishment of irrigation systems, the re-establishment of appropriate soil conditions, and the re-establishment of vegetation as specified.

All disturbed areas will be recontoured to the approximate natural contours.

Any drainage rerouted during the construction activities shall be restored as near as possible to its original line of flow.

Prior to backfilling the reserve pit, the fence surrounding the reserve pit will be removed. The pit liner will be cut off at the water or mud line and disposed of at an approved landfill site. The remaining liner will be torn and perforated after the pit dries and prior to backfilling the reserve pit.

Before any dirt work associated with reserve pit restoration takes place, the reserve pit shall be as dry as possible. All debris in it will be removed. Other waste and spoil materials will be disposed of immediately upon completion of operations. The reserve pit will be reclaimed within 180 days from the date of well completion, weather permitting, unless it is determined that this location will be utilized to drill additional wells within 1 year of completing operations.

After the reserve pit has been reclaimed, diversion ditches and water bars will be used to divert precipitation runoff/runoff as appropriate.

Prior to the construction of the location, the top 6 inches or maximum available topsoil material will be stripped and stockpiled. Placement of the topsoil will be noted on the location plat attached to the site specific APD. Topsoil shall be stockpiled separately from subsoil materials. Topsoil salvaged from the reserve pit shall be stockpiled separately near the reserve pit. When all drilling and completion activities have been completed, the unused portion of the location (area outside the deadmen) will be recontoured and the stockpiled topsoil spread over the area.

If topsoil must be stored for more than one year:

It shall be windrowed on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

It shall be broadcast seeded with the prescribed seed mixture immediately after windrowing. Seed will be drilled on the contour to an appropriate depth and the

stockpile then "walked" with a dozer to cover the seed and roughen the soil to prevent erosion.

Mulching may be considered to enhance the re-establishment of desired native plant communities. If straw or hay mulch is used, the straw and hay must be certified to be weed-free and the documentation submitted prior to usage.

When restoration activities have been completed, the location site and new access road cuts and shoulders shall be reseeded. Prior to reseeding, all disturbed areas, including the old access road will be scarified and left with a rough surface.

UDWR shall be contacted for the required seed mixture. Seed will be drilled on the contour to an appropriate depth. If broadcast seeded, the amount of seed mixture per acre will be doubled, and a harrow or some other implement will be dragged over the seeded area to assure coverage of the seeds.

At final abandonment, BBC will follow UT-DOGM standards for final well abandonment.

11. Surface Ownership

The well location and proposed access road route is located on The Ute Indian Tribe surface estate.

I hereby certify that Bill Barrett Corporation has reached an agreement with The Ute Indian Tribe for the protection of surface resources and reclamation of disturbed areas and/or damages in lieu thereof.

10/6/2008
Date

Reed Haddock
Reed Haddock – Permit Analyst
Bill Barrett Corporation

12. Other Information:

The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the BBC field representative to ensure compliance.

The operator will control noxious weeds along applied access road authorizations, pipeline route authorizations, well sites or other applicable facilities

Wells drilled during the fire season (June – October) all appropriate precautions shall be instituted to ensure that fire hazard is minimized, including, but not limited to, controlling vegetation and keeping fire fighting equipment readily available during all drilling and completion operations.

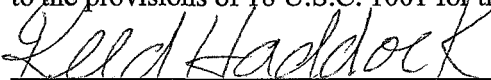
Drilling rigs and/or equipment used during drilling operations on locations will not be stacked or stored on UDWR administered lands after the conclusion of drilling operations or at any other time without permission by the UDWR. If UDWR permission is obtained, such storage will only be temporary measure.

Travel will be restricted to approved travel routes.

OPERATOR CERTIFICATION

This drilling permit will be valid for a period of two (2) years from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exist; that the statements made in this plan are, to the best of my knowledge, true and correct; and that the work associated with operations proposed herein will be performed by Bill Barrett Corporation and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.



DATE: September 1, 2008

Reed Haddock
Permit Analyst

BBC Representatives:

Reed Haddock
Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202
Phone: 303-312-8546
Fax: 303-291-0420

Scot Donato, Environmental Health and Safety; phone: (303) 312-8191
Mike Angus, Area Superintendent; phone: (435) 724-8016

UDWR Representatives:

Ben Williams, UDWR, Wildlife Resources; phone: (435) 781-5357
Bill James, UDWR, Wildlife Resources, Manager; phone: (801) 538-4745

BILL BARRETT CORPORATION

#5-13-46 BTR

SECTION 13, T4S, R6W, U.S.B.&M.

PROCEED IN A SOUTHERLY, THEN SOUTHWESTERLY DIRECTION FROM DUCHESNE, APPROXIMATELY 3.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY DIRECTION APPROXIMATELY 2.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE WEST; TURN RIGHT AND PROCEED IN A WESTERLY, THEN NORTHWESTERLY DIRECTION APPROXIMATELY 2.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; TURN RIGHT AND PROCEED IN A NORTHERLY, THEN NORTHEASTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE SOUTHEAST; FOLLOW ROAD FLAGS IN A SOUTHEASTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 9.1 MILES.

BILL BARRETT CORPORATION

#5-13-46 BTR

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 13, T4S, R6W, U.S.B.&M.

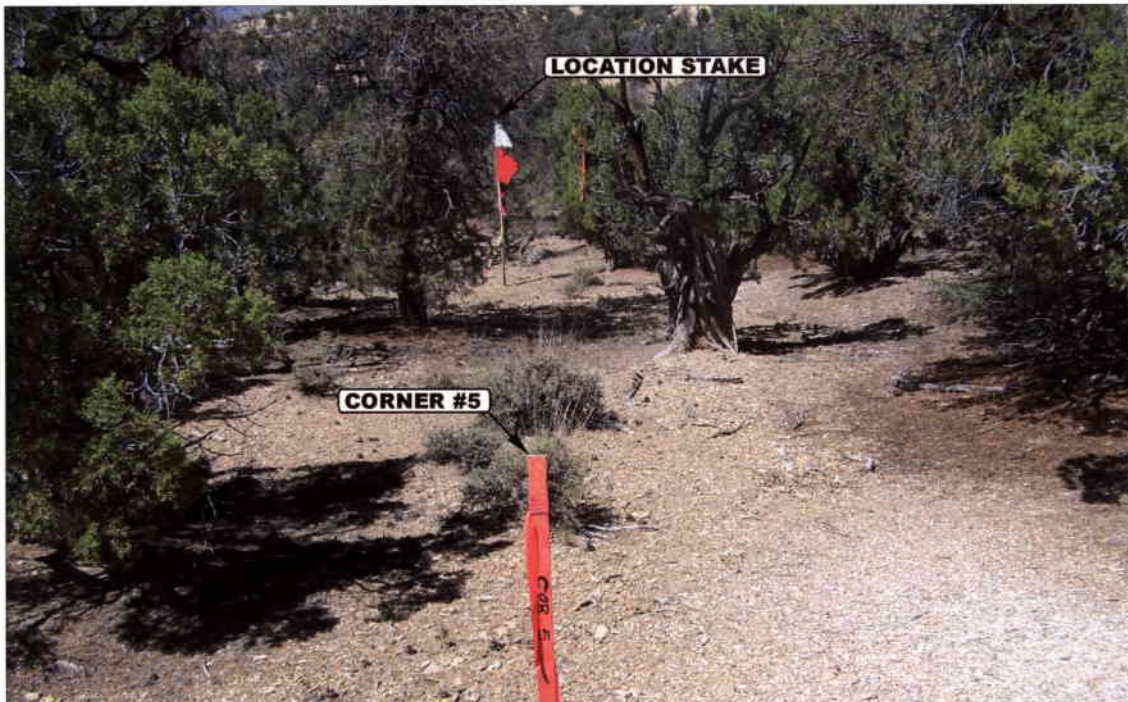


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: SOUTHEASTERLY



- Since 1964 -

U **E** **L** **S** Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

LOCATION PHOTOS

09 22 08
MONTH DAY YEAR

PHOTO

TAKEN BY: D.S.

DRAWN BY: S.L.

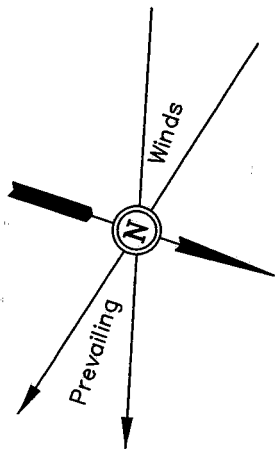
REVISED: 00-00-00

BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

#5-13-46 BTR
SECTION 13, T4S, R6W, U.S.B.&M.
2153' FNL 1039' FWL

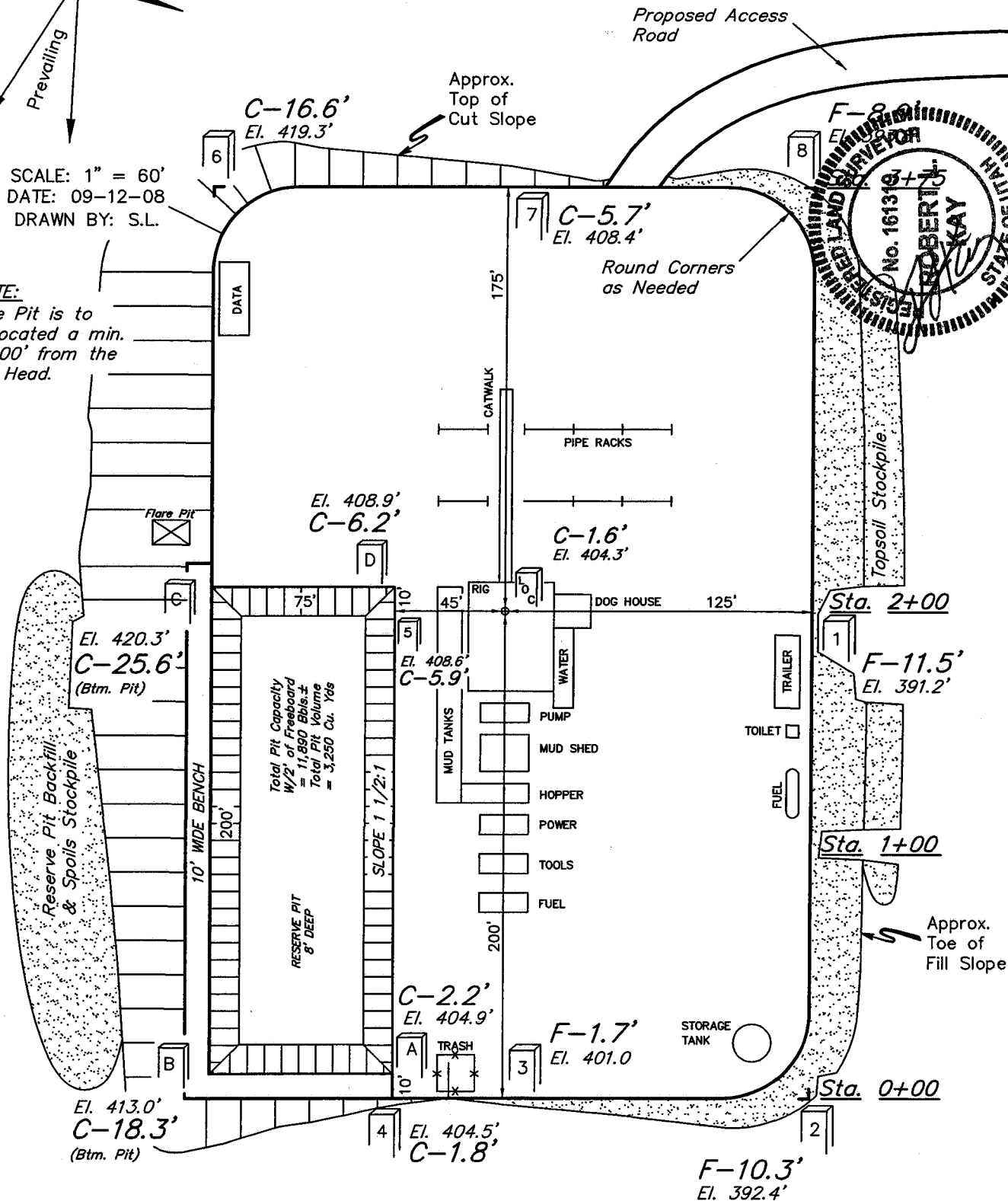
FIGURE #1



SCALE: 1" = 60'
DATE: 09-12-08
DRAWN BY: S.L.

NOTE:

Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at Location Stake = 6404.3'

Elev. Graded Ground at Location Stake = 6402.7'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

BILL BARRETT CORPORATION

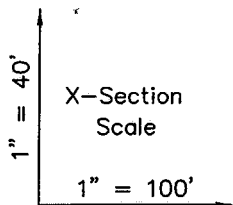
TYPICAL CROSS SECTIONS FOR

#5-13-46 BTR

SECTION 13, T4S, R6W, U.S.B.&M.

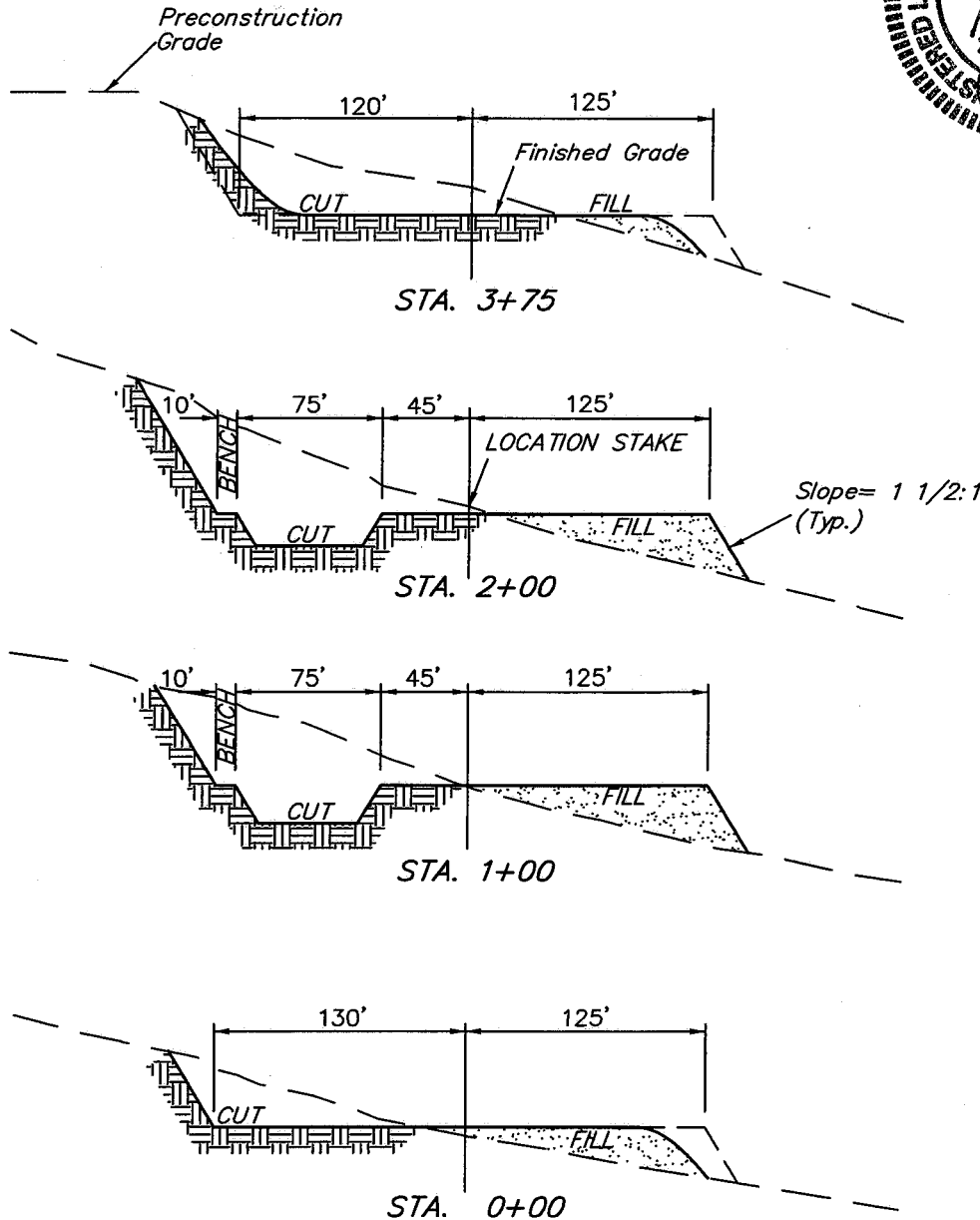
2153' FNL 1039' FWL

FIGURE #2



DATE: 09-12-08

DRAWN BY: S.L.



NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ±2.878 ACRES
ACCESS ROAD DISTURBANCE = ±0.940 ACRES
PIPELINE DISTURBANCE = ±0.949 ACRES
TOTAL = ±4.767 ACRES

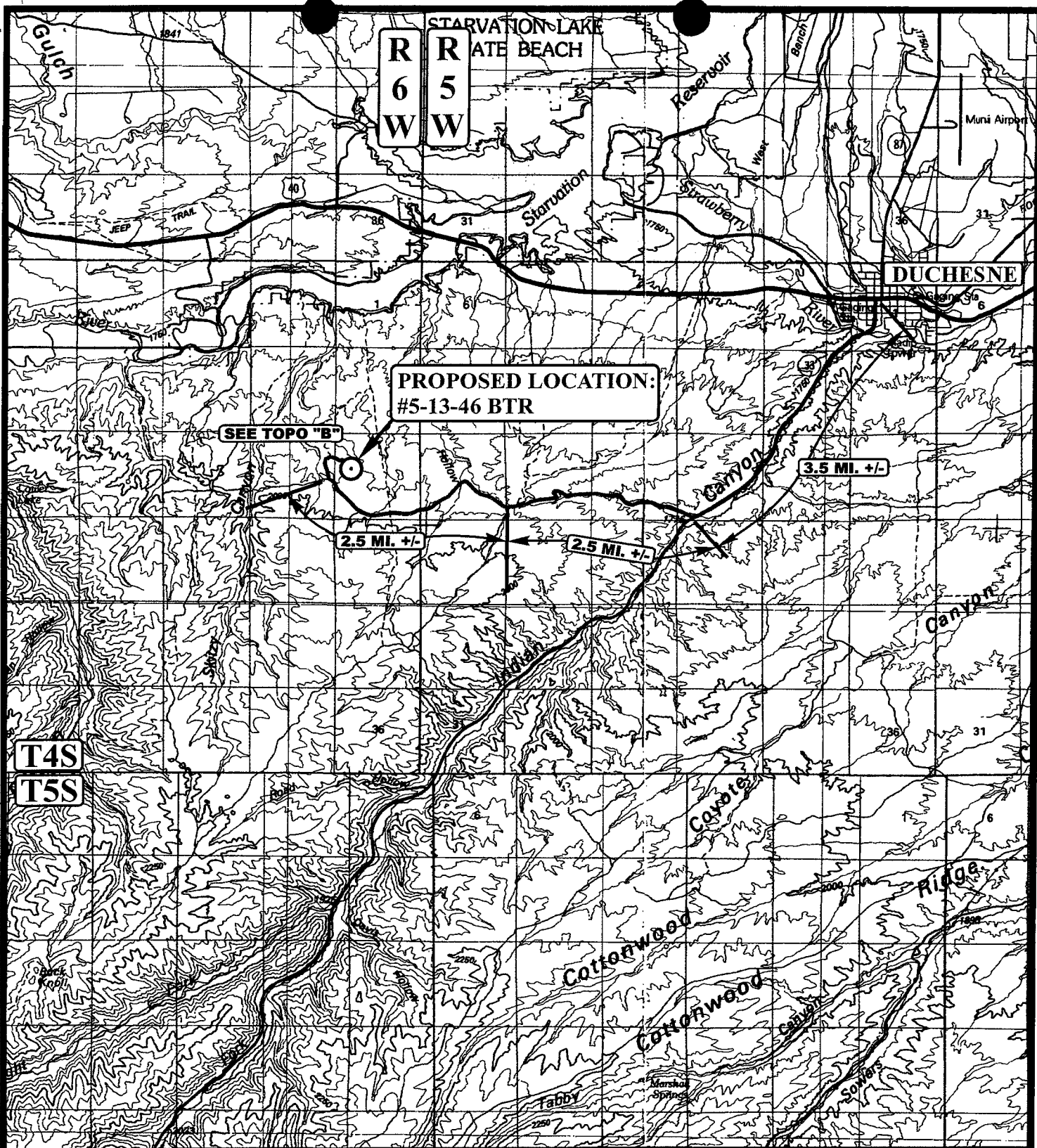
* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT
(12") Topsoil Stripping = 4,710 Cu. Yds.
Remaining Location = 24,330 Cu. Yds.
TOTAL CUT = 29,040 CU.YDS.
FILL = 13,020 CU.YDS.

EXCESS MATERIAL = 16,020 Cu. Yds.
Topsoil & Pit Backfill = 6,340 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 9,680 Cu. Yds.
(After Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



LEGEND:

○ PROPOSED LOCATION

BILL BARRETT CORPORATION

#5-13-46 BTR

SECTION 13, T4S, R6W, U.S.B.&M.

2153' FNL 1039' FWL



Uintah Engineering & Land Surveying
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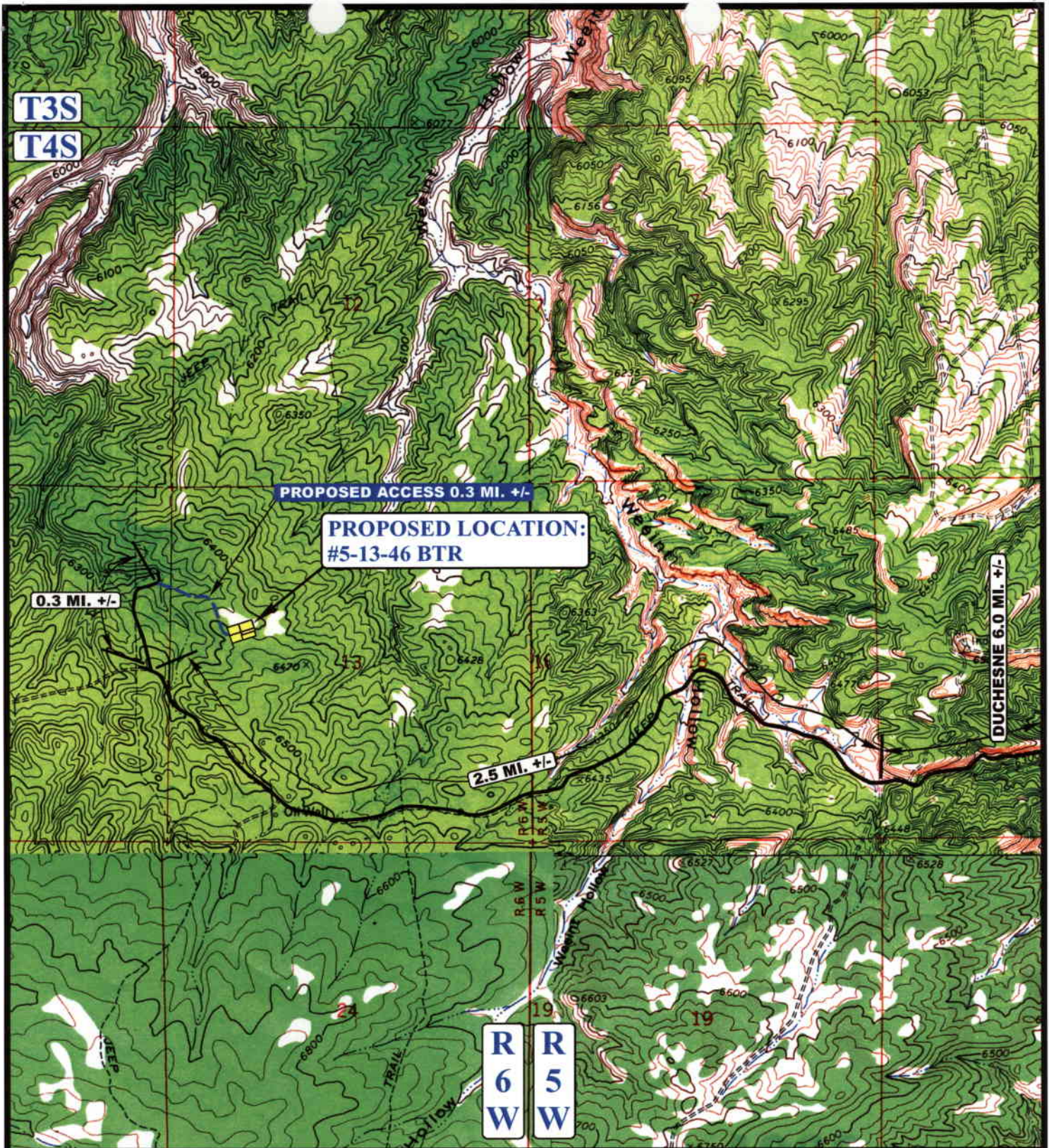


TOPOGRAPHIC
 MAP

09 22 08
 MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: S.L. REVISED: 00-00-00





LEGEND:

— EXISTING ROAD
- - - PROPOSED ACCESS ROAD

BILL BARRETT CORPORATION

#5-13-46 BTR
SECTION 13, T4S, R6W, U.S.B.&M.
2153' FNL 1039' FWL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



**TOPOGRAPHIC
MAP**

09 22 08
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: S.L. REVISED: 00-00-00



T4S

**PROPOSED LOCATION:
#5-13-46 BTR**

**R
6
W**

**R
5
W**

LEGEND:

- | | |
|-------------------|-------------------------|
| ⊗ DISPOSAL WELLS | ⊗ WATER WELLS |
| ● PRODUCING WELLS | ● ABANDONED WELLS |
| ● SHUT IN WELLS | ● TEMPORARILY ABANDONED |

BILL BARRETT CORPORATION

#5-13-46 BTR

SECTION 13, T4S, R6W, U.S.B.&M.

2153' FNL 1039' FWL



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85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



**TOPOGRAPHIC
MAP**

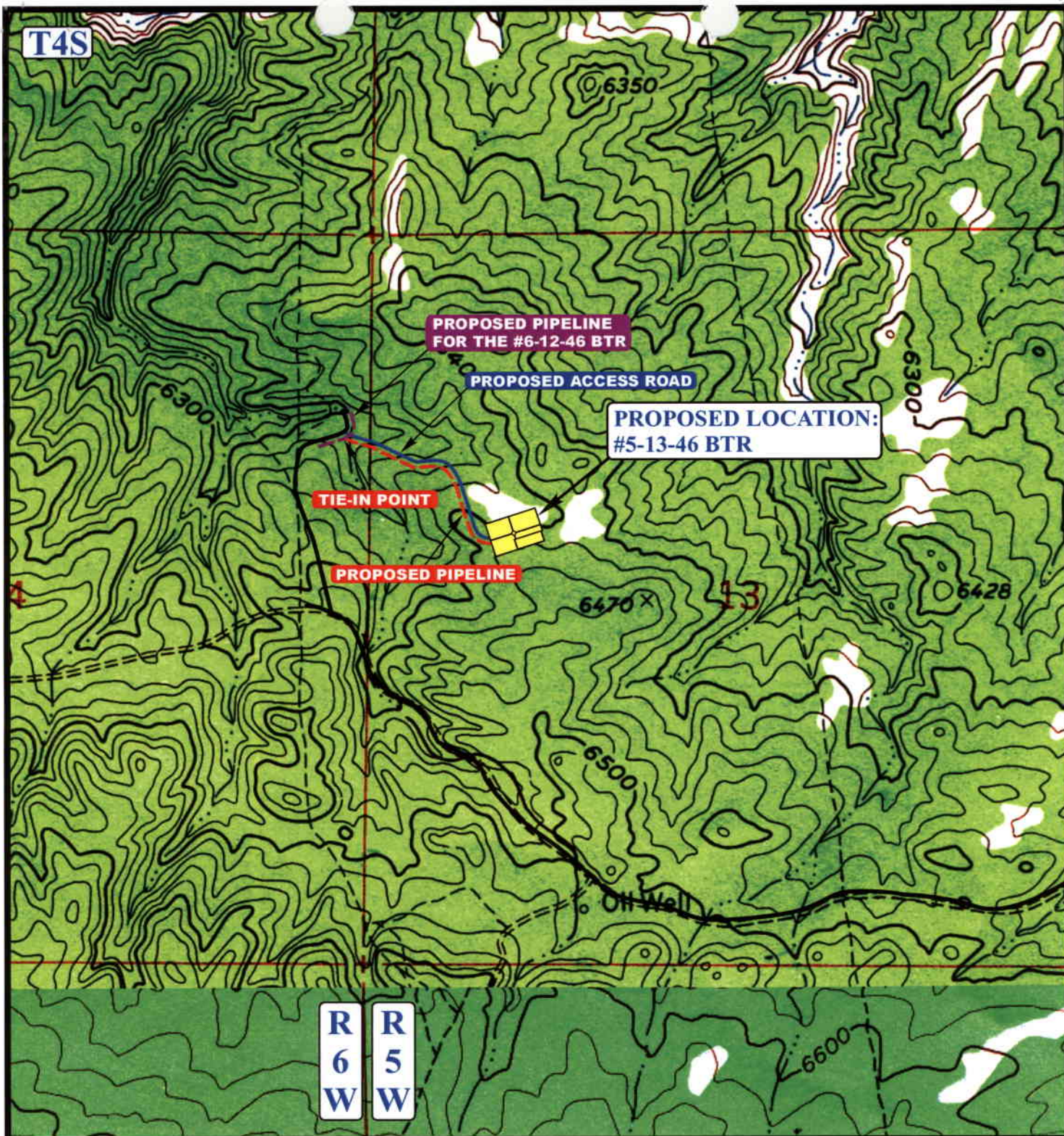
09 22 08
MONTH DAY YEAR

SCALE: 1" = 2000'

DRAWN BY: S.L.

REVISED: 00-00-00





APPROXIMATE TOTAL PIPELINE DISTANCE = 1,378' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- - - - - PROPOSED PIPELINE
- - - - - PROPOSED PIPELINE (SERVICING OTHER WELLS)

BILL BARRETT CORPORATION

#5-13-46 BTR
SECTION 13, T4S, R6W, U.S.B.&M.
2153' FNL 1039' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC
MAP

09 22 08
 MONTH DAY YEAR

SCALE: 1" = 1000' DRAWN BY: S.L. REVISED: 00-00-00



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/14/2008

API NO. ASSIGNED: 43-013-34115

WELL NAME: 5-13-46 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303-312-8546

CONTACT: REED HADDOCK

PROPOSED LOCATION:

SWNW 13 040S 060W

SURFACE: 2153 FNL 1039 FWL

BOTTOM: 2153 FNL 1039 FWL

COUNTY: DUCHESNE

LATITUDE: 40.13421 LONGITUDE: -110.5166

UTM SURF EASTINGS: 541182 NORTHINGS: 4442555

FIELD NAME: ALTAMONT (55)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 2 - Indian

LEASE NUMBER: 20G0005608

SURFACE OWNER: 2 - Indian

PROPOSED FORMATION: WSTC

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

☒ Plat
☒ Bond: Fed[] Ind[2] Sta[] Fee[]
(No. WYB000040)
☒ Potash (Y/N)
☒ Oil Shale 190-5 (B) or 190-3 or 190-13
☒ Water Permit
(No. MUNICIPAL)
☒ RDCC Review (Y/N)
(Date:)
☒ Fee Surf Agreement (Y/N)
☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.

Unit: _____

___ R649-3-2. General

Siting: 460 From Qtr/Qtr & 920' Between Wells

___ R649-3-3. Exception

☒ Drilling Unit

Board Cause No: 139-42

Eff Date: 4-12-1985

Siting: 660' from west side of 1320' or other wells.

___ R649-3-11. Directional Drill

COMMENTS: _____

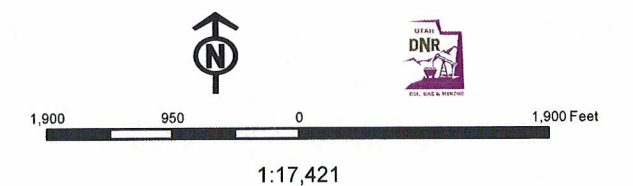
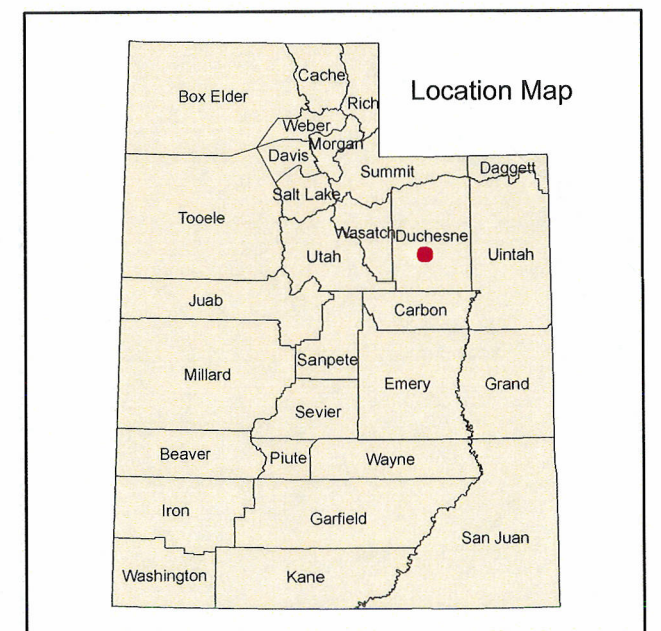
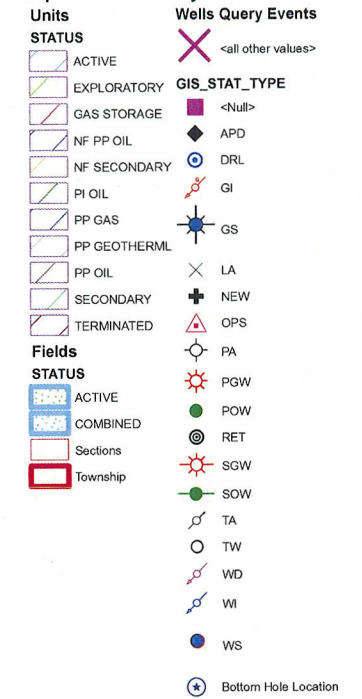
STIPULATIONS: _____

1- Pending Approval



API Number: 4301334115
Well Name: 5-13-46 BTR
Township 04.0 S Range 06.0 W Section 13
Meridian: UBM
Operator: BILL BARRETT CORP

Map Prepared:
Map Produced by Diana Mason





JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil Gas and Mining

JOHN R. BAZA
Division Director

October 15, 2008

Bill Barrett Corporation
1099 18th St., Ste. 2300
Denver, CO 80202

Re: 5-13-46 BTR Well, 2153' FNL, 1039' FWL, SW NW, Sec. 13, T. 4 South, R. 6 West,
Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-34115.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal Office

Operator: Bill Barrett Corporation
Well Name & Number 5-13-46 BTR
API Number: 43-013-34115
Lease: 2OG0005608

Location: SW NW Sec. 13 T. 4 South R. 6 West

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division with 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284.

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dustin Doucet at (801) 538-5281 office (801) 733-0983 home

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
RECEIVED VERNAL FIELD OFFICE
2008 OCT 14 PM 1 22

FORM APPROVED
OMB No. 1004-0137
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. Type of work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. BIA-EDA-20G0005608
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name ute Indian Tribe
2. Name of Operator Bill Barrett Corporation		7. If Unit or CA Agreement, Name and No. N/A
3a. Address 1099 18th Street, Suite 2300, Denver, CO 80202	3b. Phone No. (include area code) (303) 312-8546	8. Lease Name and Well No. # 5-13-46 BTR
4. Location of Well (Report location clearly and in accordance with any State requirements.)* At surface 2153' FNL x 1039' FWL, Sec. 13, T4S, R6W SWNW At proposed prod. zone 2153' FNL x 1039' FWL, Sec. 13, T4S, R6W		9. API Well No. Pending 43-013-3415
14. Distance in miles and direction from nearest town or post office* Approximately 9.1 miles southwest of Duchesne, UT		10. Field and Pool, or Exploratory Altamont
15. Distance from proposed* location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 1039' FWL	16. No. of acres in lease N/A	11. Sec., T. R. M. or Blk. and Survey or Area Sec. 13, T4S, R6W U.S.B.&M.
17. Spacing Unit dedicated to this well 640	18. Distance from proposed location* to nearest well, drilling, completed, applied for, on this lease, ft. 2,980' shut in well	12. County or Parish Duchesne
19. Proposed Depth 7,961'	20. BLM/BIA Bond No. on file Nationwide Bond # WYB000040	13. State UT
21. Elevations (Show whether DF, KDB, RT, GL, etc.) 6404' Ungraded Ground	22. Approximate date work will start* 02/01/2009	23. Estimated duration 45 days

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No.1, must be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO must be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
- Operator certification
- Such other site specific information and/or plans as may be required by the BLM.

25. Signature <i>Reed Haddock</i>	Name (Printed/Typed) Reed Haddock	Date 10/09/2008
--------------------------------------	--------------------------------------	--------------------

Title
Permit Analyst

Approved by (Signature) <i>[Signature]</i>	Name (Printed/Typed) <i>Jean Kevella</i>	Date APR 27 2009
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

(Continued on page 2)

*(Instructions on page 2)

RECEIVED

MAY 13 2009

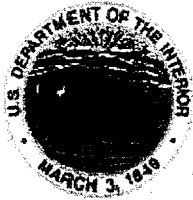
DIV. OF OIL, GAS & MINING

CONDITIONS OF APPROVAL ATTACHED

NOTICE OF APPROVAL

09/JM 0568A

UDD6M



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: 5-13-46 BTR
API No: 43-013-34115

Location: SWNW, Sec.13, T4S,R6W
Lease No: BIA EDA 2OG0005608
Agreement: N/A

Title	Name	Office Phone Number	Cell Phone Number
Petroleum Engineer:	Matt Baker	(435) 781-4490	(435) 828-4470
Petroleum Engineer:	Michael Lee	(435) 781-4432	(435) 828-7875
Petroleum Engineer:	Ryan Angus	(435) 781-4430	(435) 828-7368
Supervisory Petroleum Technician:	Jamie Sparger	(435) 781-4502	(435) 828-3913
Supervisory NRS:	Karl Wright	(435) 781-4484	
NRS/Enviro Scientist:	Holly Villa	(435) 781-4404	(435) 828-3544
NRS/Enviro Scientist:	James Hereford	(435) 781-3412	(435) 828-3546
NRS/Enviro Scientist:	Chuck Macdonald	(435) 781-4441	(435) 828-7481
NRS/Enviro Scientist:	Dan Emmett	(435) 781-3414	(435) 828-4029
NRS/Enviro Scientist:	Paul Percival	(435) 781-4493	(435) 828-7381
NRS/Enviro Scientist:	Anna Figueroa	(435) 781-3407	(435) 828-3548
NRS/Enviro Scientist:	Verlyn Pindell	(435) 781-3402	(435) 828-3547
NRS/Enviro Scientist:	Nathan Packer	(435) 781-3405	(435) 828-3545
NRS/Enviro Scientist:	David Gordon	(435) 781-4424	
NRS/Enviro Scientist:	Christine Cimiluca	(435) 781-4475	
NRS/Enviro Scientist:	Lori Ford	(435) 781-4406	

Fax: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity	- The Ute Tribe Energy & Minerals Dept. shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion.
Spud Notice (Notify Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings.
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

- A 2403.31' by 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
-
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel should refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.

- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- Production casing cement shall be brought up and into the surface casing. The minimum cement top is 400 ft above the surface casing shoe. Production casing minimum cement top is 0400 ft.
COA specification exceeds operators performance standard for top of cement (toc) stated in APD.
- A cement Bond Log (CBL) shall be run from the production casing shoe to the top of cement. A field copy of the CBL shall be submitted to the BLM Vernal Field Office.
- Logging: A Gamma Ray well Log shall be run from the well Total Depth to the surface.
A copy of the Gamma Ray well Log shall be submitted to the BLM Vernal Field Office.
- All blow back fluids from completion operations shall be contained in such a manner that no oil reaches the reserve pit.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.

- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.
- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or

data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: BIA-EDA-2OG0005608
2. NAME OF OPERATOR: BILL BARRETT CORPORATION		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE INDIAN TRIBE
3. ADDRESS OF OPERATOR: 1099 18TH Street, Ste 2300 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME: N/A
PHONE NUMBER: (303) 312-8168		8. WELL NAME and NUMBER: #5-13-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153' FNL, 1039' FWL COUNTY: DUCHESNE QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 13 T4S R6W STATE: UTAH		9. API NUMBER: 4301334115
		10. FIELD AND POOL, OR WILDCAT: ALTAMONT

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>APD EXTENSION</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BILL BARRETT CORPORATION (BBC) REQUESTS A ONE-YEAR EXTENSION ON THE APD FOR THIS LOCATION. THE ORIGINAL APD WAS APPROVED ON 10/15/2008 AND EXPIRES ON 10/15/2009

Approved by the
Utah Division of
Oil, Gas and Mining

COPY SENT TO OPERATOR

Date: 10.13.2009
Initials: KS

Date: 10-12-09
By: [Signature]

NAME (PLEASE PRINT) <u>Matt Barber</u>	TITLE <u>Permit Analyst</u>
SIGNATURE <u>[Signature]</u>	DATE <u>10/6/2009</u>

(This space for State use only)

RECEIVED
OCT 12 2009
DIV. OF OIL, GAS & MINING

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 4301334115
Well Name: #5-13-46 BTR
Location: 2153' FNL, 1039' FWL, SWNW, Sec. 13, T4S-R6W
Company Permit Issued to: Bill Barrett Corporation
Date Original Permit Issued: 10/15/2008

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Matt Ball
Signature

10/6/2009
Date

Title: Permit Analyst

Representing: Bill Barrett Corporation

RECEIVED
OCT 12 2009
DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608			
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000			
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT			
COUNTY: DUCHESNE		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/20/2010 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER:
<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER: 			
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This sundry is being submitted to request an extension to the APD that expires on 10/15/2010. BBC will be setting conductor pipe on this well in October 2010 and will commence drilling in November 2010. Per recent conversations with Brad Hill, an extension could be granted.					
<div style="text-align: right;"> Approved by the Utah Division of Oil, Gas and Mining </div>		Date: <u>October 11, 2010</u> By:			
NAME (PLEASE PRINT) Tracey Fallang		PHONE NUMBER 303 312-8134			
SIGNATURE N/A		TITLE Regulatory Manager			
DATE 10/8/2010					



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013341150000

API: 43013341150000

Well Name: 5-13-46 BTR

Location: 2153 FNL 1039 FWL QTR SWNW SEC 13 TWNP 040S RNG 060W MER U

Company Permit Issued to: BILL BARRETT CORP

Date Original Permit Issued: 10/15/2008

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

**Approved by the
Utah Division of
Oil, Gas and Mining**

Signature: Tracey Fallang

Date: 10/8/2010

Title: Regulatory Analyst **Representing:** BILL BARRETT CORP

Date: October 11, 2010

By: 

RECEIVED October 08, 2010

Carol Daniels - Spud Notification - 5-13-46 BTR (API: 43-013-34115)

4S 6W 13

From: Tracey Fallang
To: "Carol Daniels" , "bpargeets@utetribe.com" , "Secakuku, Bucky" ,
"leallenb@utetribe.com" , "UT_VN_OpReport@blm.gov"
Date: 10/8/2010 1:40 PM
Subject: Spud Notification - 5-13-46 BTR (API: 43-013-34115)
CC: "James_Hereford@blm.gov" , Kary Eldredge , Brent Murphy , Troy Schindler
Attachments: "James_Hereford@blm.gov" , Kary Eldredge , Brent Murphy , Troy Schindler

BBC intends to spud this well by setting conductor with Triple AAA Drilling on Tuesday, October, 12, 2010.

If you have any questions, please contact me at 303-312-8134.

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OCT 11 2010

DIV. OF OIL, GAS & MINING

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple AAA
Submitted By Tracey Fallang Phone Number 303-312-8134
Well Name/Number 5-13-46 BTR
Qtr/Qtr SWNW Section 13 Township 4S Range 6W
Lease Serial Number 2OG0005608
API Number 43-013-34115

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time 10/12/2010 2:00 AM ☐ PM ☒

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

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OCT 11 2010

DIV. OF OIL, GAS & MINING

Date/Time _____ AM ☐ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time _____ AM ☐ PM ☐

Remarks _____

Carol Daniels - RE: Spud Notification - 5-13-46 BTR (API: 43-013-34115) *S-13 T045 R06W*

From: Tracey Fallang
To: "Carol Daniels" , "bpargeets@utetribel.com" , "Secakuku, Bucky" ,
"leallenb@utetribel.com" , "UT_VN_OpReport@blm.gov"
Date: 10/18/2010 2:54 PM
Subject: RE: Spud Notification - 5-13-46 BTR (API: 43-013-34115)
CC: "James_Hereford@blm.gov" , Kary Eldredge , Brent Murphy , Troy Schindler

As a follow up here, conductor was actually set today, October 18, 2010.

From: Tracey Fallang
Sent: Friday, October 08, 2010 1:40 PM
To: 'Carol Daniels'; 'bpargeets@utetribel.com'; 'Secakuku, Bucky'; 'leallenb@utetribel.com';
'UT_VN_OpReport@blm.gov'
Cc: 'James_Hereford@blm.gov'; Kary Eldredge; Brent Murphy; Troy Schindler
Subject: Spud Notification - 5-13-46 BTR (API: 43-013-34115)

BBC intends to spud this well by setting conductor with Triple AAA Drilling on Tuesday, October, 12, 2010.

If you have any questions, please contact me at 303-312-8134.

RECEIVED

OCT 20 2010

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608			
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000			
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT			
COUNTY: DUCHESNE		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/7/2010 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
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12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This sundry is being submitted to request changes to the original APD. Changes include revised casing and cementing program. A revised drilling plan with details of the revised casing and cementing design are attached.					
Accepted by the Utah Division of Oil, Gas and Mining		Date: <u>November 02, 2010</u> By: <u><i>Dan K. Quist</i></u>			
NAME (PLEASE PRINT) Elaine Winick		PHONE NUMBER 303 293-9100			
SIGNATURE N/A		TITLE Sr. Permit Analyst			
DATE 10/28/2010					

DRILLING PLAN

BILL BARRETT CORPORATION

5-13-46 BTR

SHL: SW/4 NW/4, 2153' FNL & 1039' FWL, Section 13-T4S-R6W

BHL: SW/4 NW/4, 2153' FNL & 1039' FWL, Section 13-T4S-R6W

Surface Owner: Tribal

Duchesne County, Utah

1 - 3. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>
Green River	1,942'
Douglas Creek	4,640'
Black Shale	5,495'
Castle Peak	5,693'
Wasatch	6,231' *
TD	7,961'

*PROSPECTIVE PAY

The Wasatch and the North Horn are primary objectives for oil/gas.

4. Casing Program

A) Planned Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
14 3/4"	surface	2300'	10-3/4"	45.5#	J or K 55	BT&C	New
9-7/8" & 7-7/8"	surface	TD	5 1/2"	17#	P-110	LT&C	New

NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 6000', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2000' liner (200' liner lap).

5. Cementing Program

A) Planned Program

16" Conductor Casing	Grout
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 570 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. Tail with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx). Calculated hole volume with 75% excess.
9-7/8 hole for 5 1/2" Production Casing May reduce hole size to 7-7/8" at 6000' if minimal hole problems.	Lead with approximately 1430 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Tail with approximately 790 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Planned TOC surface.

NOTE: If 7-5/8" casing is necessary at 6000', we would cement with 250 sx of 12.7 PPG lead 50/50 Poz with 8% gel (1000' of fill with 100% excess, yield 1.80 cuft/sx) and 200 sx of 15.8

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

ppg tail Class G or H (500' of fill with 100% excess, yield 1.18 cuft/sx.) We will perform a FIT to 10.2 ppg after drilling 20' of new hole.

The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> (API filtrate)	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2,300'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2,300' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2,300'	No pressure control required
2,300' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

8. Auxiliary Equipment

- Upper kelly cock; lower Kelly cock will be installed while drilling
- Inside BOP or stab-in valve (available on rig floor)
- Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

9. Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.

10. Anticipated Abnormal Pressures or Temperatures

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4016 psi* and maximum anticipated surface pressure equals approximately 2264 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A - (0.22 x TD)

11. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

12. Drilling Schedule

Location Construction:	Built
Spud:	Approximately 11/7/2010
Duration:	30 days drilling time
	45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 5-13-46 BTR

Surface Hole Data:

Total Depth:	2,300'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	1752.4	ft ³
Lead Fill:	1,800'	
Tail Volume:	486.8	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	570
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,800'	

# SK's Tail:	360
--------------	-----

Production Hole Data:

Total Depth:	7,961'
Top of Cement:	0'
Top of Tail:	5,961'
OD of Hole:	9.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	3280.4	ft ³
Lead Fill:	5,961'	
Tail Volume:	1100.7	ft ³
Tail Fill:	2,000'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	1430
# SK's Tail:	790

5-13-46 BTR Proposed Cementing Program

<u>Job Recommendation</u>		<u>Surface Casing</u>	
Lead Cement - (1800' - 0')			
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'	
2.0% Bentonite	Calculated Fill:	1,800'	
	Volume:	312.09	bbl
	Proposed Sacks:	570	sk
Tail Cement - (TD - 1800')			
Premium Cement	Fluid Weight:	14.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.36	ft ³ /sk
	Total Mixing Fluid:	6.37	Gal/sk
	Top of Fluid:	1,800'	
	Calculated Fill:	500'	
	Volume:	86.69	bbl
	Proposed Sacks:	360	sk

<u>Job Recommendation</u>		<u>Production Casing</u>	
Lead Cement - (5961' - 0')			
Tuned Light™ System	Fluid Weight:	11.0	lbm/gal
	Slurry Yield:	2.31	ft ³ /sk
	Total Mixing Fluid:	10.65	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	5,961'	
	Volume:	584.22	bbl
	Proposed Sacks:	1430	sk
Tail Cement - (7961' - 5961')			
Econocem™ System	Fluid Weight:	13.5	lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk
	Top of Fluid:	5,961'	
	Calculated Fill:	2,000'	
	Volume:	196.03	bbl
	Proposed Sacks:	790	sk

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8134

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334112	15-18-45 BTR		SWSE	18	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	17832	10/14/2010		10/28/10		
Comments: Spudding Operation was conducted by Triple AAA Drilling @ 5:00 pm. <i>WSTC</i>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334115	5-13-46 BTR		SWNW	13	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	17833	10/18/2010		10/28/10		
Comments: Spudding Operation was conducted by Triple AAA Drilling @ 2:00 pm. <i>WSTC</i>							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

RECEIVED

OCT 28 2010

DIV. OF OIL, GAS & MINING

Tracey Fallang

Name (Please Print)

Tracey Fallang

Digitally signed by Tracey Fallang
DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou,
email=rfallang@billbarrettcorp.com, c=US
Date: 2010.10.18 15:03:05 -0600

Signature

Regulatory Manager

10/28/2010

Title

Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
STATE: UTAH		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/7/2010 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 This sundry is being submitted to request changes to the original APD. Changes include revised casing and cementing program. A revised drilling plan with details of the revised casing and cementing design are attached.

Accepted by the
Utah Division of
Oil, Gas and Mining

Date: November 02, 2010

By: *Dan K. Quist*

NAME (PLEASE PRINT) Elaine Winick	PHONE NUMBER 303 293-9100	TITLE Sr. Permit Analyst
SIGNATURE N/A	DATE 10/28/2010	

DRILLING PLAN

BILL BARRETT CORPORATION

5-13-46 BTR

SHL: SW/4 NW/4, 2153' FNL & 1039' FWL, Section 13-T4S-R6W

BHL: SW/4 NW/4, 2153' FNL & 1039' FWL, Section 13-T4S-R6W

Surface Owner: Tribal

Duchesne County, Utah

1 - 3. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>
Green River	1,942'
Douglas Creek	4,640'
Black Shale	5,495'
Castle Peak	5,693'
Wasatch	6,231' *
TD	7,961'

*PROSPECTIVE PAY

The Wasatch and the North Horn are primary objectives for oil/gas.

4. Casing Program

A) Planned Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
14 3/4"	surface	2300'	10-3/4"	45.5#	J or K 55	BT&C	New
9-7/8" & 7-7/8"	surface	TD	5 1/2"	17#	P-110	LT&C	New

NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 6000', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2000' liner (200' liner lap).

5. Cementing Program

A) Planned Program

<u>16" Conductor Casing</u>	<u>Grout</u>
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 570 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. Tail with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx). Calculated hole volume with 75% excess.
9-7/8 hole for 5 1/2" Production Casing May reduce hole size to 7-7/8" at 6000' if minimal hole problems.	Lead with approximately 1430 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). Tail with approximately 790 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Planned TOC surface.

NOTE: If 7-5/8" casing is necessary at 6000', we would cement with 250 sx of 12.7 PPG lead 50/50 Poz with 8% gel (1000' of fill with 100% excess, yield 1.80 cuft/sx) and 200 sx of 15.8

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

ppg tail Class G or H (500' of fill with 100% excess, yield 1.18 cuft/sx.) We will perform a FIT to 10.2 ppg after drilling 20' of new hole.

The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2,300'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2,300' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2,300'	No pressure control required
2,300' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

8. Auxiliary Equipment

- Upper kelly cock; lower Kelly cock will be installed while drilling
- Inside BOP or stab-in valve (available on rig floor)
- Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

9. Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.

10. Anticipated Abnormal Pressures or Temperatures

RECEIVED October 28, 2010

Bill Barrett Corporation
Drilling Program
5-13-46 BTR
Duchesne County, Utah

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4016 psi* and maximum anticipated surface pressure equals approximately 2264 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

11. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

12. Drilling Schedule

Location Construction:	Built
Spud:	Approximately 11/7/2010
Duration:	30 days drilling time
	45 days completion time



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name: 5-13-46 BTR

Surface Hole Data:

Total Depth:	2,300'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	1752.4	ft ³
Lead Fill:	1,800'	
Tail Volume:	486.8	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	570
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,800'	

# SK's Tail:	360
--------------	-----

Production Hole Data:

Total Depth:	7,961'
Top of Cement:	0'
Top of Tail:	5,961'
OD of Hole:	9.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	3280.4	ft ³
Lead Fill:	5,961'	
Tail Volume:	1100.7	ft ³
Tail Fill:	2,000'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	1430
# SK's Tail:	790

5-13-46 BTR Proposed Cementing Program

<u>Job Recommendation</u>		<u>Surface Casing</u>	
Lead Cement - (1800' - 0')			
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'	
2.0% Bentonite	Calculated Fill:	1,800'	
	Volume:	312.09	bbl
	Proposed Sacks:	570	sks
Tail Cement - (TD - 1800')			
Premium Cement	Fluid Weight:	14.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.36	ft ³ /sk
	Total Mixing Fluid:	6.37	Gal/sk
	Top of Fluid:	1,800'	
	Calculated Fill:	500'	
	Volume:	86.69	bbl
	Proposed Sacks:	360	sks

<u>Job Recommendation</u>		<u>Production Casing</u>	
Lead Cement - (5961' - 0')			
Tuned Light™ System	Fluid Weight:	11.0	lbm/gal
	Slurry Yield:	2.31	ft ³ /sk
	Total Mixing Fluid:	10.65	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	5,961'	
	Volume:	584.22	bbl
	Proposed Sacks:	1430	sks
Tail Cement - (7961' - 5961')			
Econocem™ System	Fluid Weight:	13.5	lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk
	Top of Fluid:	5,961'	
	Calculated Fill:	2,000'	
	Volume:	196.03	bbl
	Proposed Sacks:	790	sks

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 2OG0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/2/2010			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

 Monthly Drilling Report for November 2010.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 12/2/2010	

#5-13-46 BTR 11/7/2010 18:00 - 11/8/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary RIG READY F/ TRUCKS - 12						

#5-13-46 BTR 11/8/2010 06:00 - 11/9/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary RIG DOWN, MOVE, SET SUB, P/U DRAWTOOL, AND SET MUD TANKS - 12						

#5-13-46 BTR 11/9/2010 06:00 - 11/10/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary RIG UP, TRUCK RELEASED 15:00 HR. - 13.5, NIPPLE UP CONDUCTOR - 2, P/U BHA - 1, DRLG F/ 95' TO 104', MM HUNTING 4/5 LOBE 4.0 STAGE .25 GPR 1.5 FIXED BEND 8.30' BTB - 0.5, P/U EM TOOL OREINTATE - 1.5, DRLG F/ 104' TO 328' (224' IN 40.7 HR= 37.3 FPH) ROTATING - 5.5						

#5-13-46 BTR 11/10/2010 06:00 - 11/11/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary DRLG F/ 328' TO 965' (637' IN 12 HR -53.1 FPH) SLIDE: 57' IN 1.5 HR = 38 FPH, ROTATE 580' IN 10.5 HR = 55.2 FPH. MM HUNTING 4/5 LOBE 4.0 STAGE .25 GPR 1.5 FIXED BEND 8.30' BTB - 12, DRLG F/ 965' TO 1177' (212' IN 3.5 HR = 60.6 FPH) SLIDE: 27' IN 1 HR 27 FPH, ROTATE: 185' IN 2.5 HR = 74 FPH. last survey 1050' .58inc 175.6 az 9.44 f/ center. - 3.5, WO PARTS F/ PUMP CLUTCH ON #2 PUMP - 8.5						

#5-13-46 BTR 11/11/2010 06:00 - 11/12/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Repair mud pump #2 - 2, Drlg, 1177-1502, drilled 325' in 7.5 hrs 43.3 FPH. Motor Hunting 4/5 lobe 4.0 stage .25 gpr 1.5* fixed bend 8.3' bi to bend. - 7.5, Rig Service - 0.5, Drlg, 1502-1930 drilled 428' in 11 hrs 39 FPH. Pressured up and lost P-rate @ 0500. Disengaged rotary table. No action from MM. - 11, Mix and pump dry job - 0.5						

#5-13-46 BTR 11/12/2010 06:00 - 11/13/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Mix and pump dry job. - 0.5, TOH, stand back BHA, laydown MWD for competency test. - 2, Laydown MM and pickup fresh MM. pickup MWD - 2, TIH, pickup Kelly and break circulation. - 2.5, Drlg 1930-2042, - 4.5, Rig Service - 0.5, Drlg 2042-2201 - 5.5, Change swab #1 pump - 0.5, Drlg 2201-2310'. - 2.5, Mix and pump dry job. - 0.5, TOH to run sfc csg. Lay down 8" MM - 2.5, Rigging up Franks Westates to run casing. - 0.5						

#5-13-46 BTR 11/13/2010 06:00 - 11/14/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Rig up Franks Westates and run 2307' 10 3/4" 45.5# J55 BTC csg. Rig HES and cmt in place with 635 sks light premium with 5 lbm silicalite, .125 lbm poly-e-flake, .25 lbm kwikseal, and 2% bentonite lead and 430 sks premium plus with 94 lbm type 3 standard cmt, 2% calcium chloride, .125 lbm poly-e-flake. Got app 240 bbls cmt returns. bumped plug 500# over. Tested floats. Wait 30 min and did 40' top job. - 11, Clean tanks and repair pumps while waiting on cmt. - 4.5, Cut casg and weld on 10 3/4" x 5K csg head. - 3, N/U BOP. - 5, Begin BOP test. - 0.5						

#5-13-46 BTR 11/14/2010 06:00 - 11/15/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Test BOP, kelly and chokes to 5000#, test annular to 2500#. - 5, Install wear bushing - 0.5, Pickup Smith ONYX MI616, Hunting MM 9/10 lobe 3.0 stage 0.11 rev/gal 8.3' bit to bend, run 1 stand collars - 0.5, Breakout cathead brokedown, Remove and wait in replacement. - 10.5, Trip in hole - 1, Drill float collar, cmt & guide shoe, drill to 2330'. - 2.5, Do FIT test. 10.5# EMW=254 psi @ surface. Pressure up. Bled to 60# in 20 min. - 0.5, Drlg 2330-2522, 192' in 2.5 hrs 76.8 FPH - 3.5						

#5-13-46 BTR 11/15/2010 06:00 - 11/16/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Drlg 2522-3220', Rotated 632' in 8.2 hrs, 77 FPH, slid 66' 1.8 hrs 36 FPH. Had BOP drill. Well secured 1 min 30 sec. Pipe rams 6 sec. MM Hunting 9/10 lobe 3.0 stage .11 rev/gal 8.3' bit to bend - 10, Rig service - 0.5, Drlg 3220-3980'. Made 1 8' slide this interval. Rotated 752' in 13.25 hrs 57 FPH. Lost 330 bbls mud. Did not lose complete returns. Treating with sawdust & Chemseal. Bypass shakers till LC healed or mud wt issues. - 13.5						

#5-13-46 BTR 11/16/2010 06:00 - 11/17/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Drlg 3980-4517, 537', Slid 80' 3.5 hrs 23 FPH, rotated 457' in 6.5 hrs 70.5 FPH, max dev for section .95*, max max DLS 1.41, Hunting 8" MM 9/10 lobe 3.0 stage .11 rev/gal, Bit to bend 8.3' - 10, Rig service - 0.5, Drlg 4517-5120, 540'. slid 100' in 3.5 hrs 28.6FPH, rotated 440' in 10 hrs 44 FPH, Max dev 1.38*, max DLS 1.34. - 13.5						

#5-13-46 BTR 11/17/2010 06:00 - 11/18/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Drlg 5120-5564, 444', slid 66' in 3.5 hrs 19 FPH, rotated 378' in 4.5 hrs, 84 FPH. Max dev 1.38* max DLS 2.1 Hunting MM 9/10 lobe 3.0 stage .11 rev/gal Bit to bend 8.3' - 8.5, Rig service - 0.5, Drlg 5564-6232', 668' Slid 88' in 3 hrs 29.3 FPH, Rotated 480' in 12 hrs 40 FPH, Max dev .67* Max DLS 1.25 - 15						

#5-13-46 BTR 11/18/2010 06:00 - 11/19/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Drlg 6232-6676, Slid 8" in .25 hrs 32 FPH, rotated 436' in 9.25 hrs 47 FPH, max dev .6*, max DLS 1.233 Hunting MM 9/10 lobe 3.0 stage .11 rev/gal 8.3' bit to bend - 9.5, Service rig and function test BOP - 0.5, Drlg 6676-7247', Slid 20' in 1 hr 20 FPH, rotated 571' in 13 hrs 44 FPH Max dev .58*, max DLS 1.15 - 14						

#5-13-46 BTR 11/19/2010 06:00 - 11/20/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Drlg 7247-7629, 382', slid 48' in 1.75 hrs 27.5 FPH, rotated 334' in 7.75 hrs 43 FPH, Max dev 1.46* max DLS .76 - 9.5, Rig service - 0.5, Drlg 7629-7735', 106' in 2.5 42.4 FPH, Max dev 1.92* max DLS.48, TD extended due to shoew @ 7618'. - 2.5, Circulate Mud 9.5+, 35 vis - 1, Make wiper trip to csg shoe, trip in to 5423' - 4, Wash & ream tite spot @ 5423-5564'. - 0.5, Condition mud and build volume, Lost 320 bbls, 20% lcm. - 1, TIH, kelly up. - 1.5, Circulate & condition mud. 9.5#/gal, 35 vis. - 1, TOH for logs, Flow check @ 5600', no flow. - 2.5						

#5-13-46 BTR 11/20/2010 06:00 - 11/21/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary TOH for logs, laydown MWD subs - 2, Logging with SLB (platform express/caliper cmt volume and digital sonic log) Wireline TD 7720'. - 11, Pull wear bushing. - 0.5, TIH to LDDP. kelly up and attempt to break circulation. Pipe plugged and stuck. Work free and attempt to circ. - 4.5, TOH pulling wet. Pull to Weight pipe. Slips worn - 4, Working on slips. Replacing dies etc. - 2						

#5-13-46 BTR 11/21/2010 06:00 - 11/22/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary TOH for plugged drillstring, lay down MM & 1 NMDC. - 3.5, TIH, - 4.5, Wash 150' to bottom - 1, Circulate gas out (10K units) - 1, Pump dry job and LDDP. - 7.5, Rig up csg crew HSM, Make up shoe jts and run csg. 5.5" 17# P110 - 6.5						

#5-13-46 BTR 11/22/2010 06:00 - 11/23/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Finish running csg. 178 jts 5.5" 17# P110, (includes 3 20' markers) - 1.5, Circulate gas out (10k units) - 1.5, Rig up HES and cmt csg as follows; Pump 5 bbls fresh water, 40 bbls super flush, 10 bbls water, Then 870 sks tuned light 11lb/gal with .125 lbm Poly-E-Flake, 1 lbm Granulite TR 1/4, lead cmt. Then 800 sks Econocem with .125 lbm Poly-E-Flake, 1lbm Granulite TR 1/4. Flush with 175 bbl water. Had full returns through most of job. Returns diminished during displacement and stopped 100 bbls into displacement. Discovered tally error when starting cmt job. Casing @ 7633'. Continued cmt job as per Brent Murphy. - 5, Wait on cmt, Clean pits, N/D BOP and set slips @ 30 overstring wt. Rig Release @ 1800 hrs - 4						

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 2OG0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/1/2010			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

December 2010 Monthly Activity Report.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

01/04/2011

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 1/3/2011

#5-13-46 BTR 12/4/2010 06:00 - 12/5/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary WSI - 1, JSA Safety Meeting - 0.5, RU rig and equip. Unload Tbg. 246 Jts. w2 7/8" L80 - 3, NU BOP & function test - 0.5, RU work floor & Tbg. Equip. - 0.5, PU 4 5/8 Smith Rock bit, Bit sub, 1 Jt., X nipple Cont. PU Tbg. Tag @ 7525', Pull 10 Stds. - 4, Secure well SDFN - 0.5, WSI - 14						

#5-13-46 BTR 12/5/2010 06:00 - 12/6/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary WSI - 1, JSA Safety Meeting - 0.5, TIH 10 Stds. - 0.5, RU Swivel - 0.5, Establish Circ. w/ rig pump. Drillout FC & Cement New PBDT 7611' GL. Circ. 2 bottoms up. - 3, RD Swivel - 0.5, Laydown Tbg., w/ 20 Jts. in hole loaded hole w/ fluid. Cont. Laydown Tbg. - 3.5, RD Tbg. Equip & workfloor - 0.5, ND BOP, NU Blind Flange. - 0.5, RDMO all rig equip. - 1.5, Secure well, SDFN - 12						

#5-13-46 BTR 12/6/2010 06:00 - 12/7/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Cont. Build Prod. facility, NU Frac mandrel & Frac tree Pressure test Csg. to 8500# for 30 min. held good. - 24						

#5-13-46 BTR 12/7/2010 06:00 - 12/8/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Cont. Build Prod. facility, Spot frac tanks - 24						

#5-13-46 BTR 12/10/2010 06:00 - 12/11/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Well Shut in Continue to build production facility Continue to fill pit - 24						

#5-13-46 BTR 12/11/2010 06:00 - 12/12/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Well Shut in & Secured Continue to build facility Continue to fill reserve pit - 24						

#5-13-46 BTR 12/12/2010 06:00 - 12/13/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Well Shut in & Secured No Activity on location Tanks Full - 24						

#5-13-46 BTR 12/13/2010 06:00 - 12/14/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Well Shut in & Secured No Activity - 24						

#5-13-46 BTR 12/14/2010 06:00 - 12/15/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Insulation crew working						
Prep for Fracs - 24						

#5-13-46 BTR 12/15/2010 06:00 - 12/16/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Electrical crew working						
Prep for Fracs - 24						

#5-13-46 BTR 12/16/2010 06:00 - 12/17/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
MI Graywolf Flow Equipment with JD Trucking						
Haul Gravel for Berms - Build Berms - 24						

#5-13-46 BTR 12/17/2010 06:00 - 12/18/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
RU Graywolf Equipment - 24						

#5-13-46 BTR 12/18/2010 06:00 - 12/19/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
RU Graywolf Equipment - 24						

#5-13-46 BTR 12/19/2010 06:00 - 12/20/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
RU Graywolf Equipment - 24						

#5-13-46 BTR 12/20/2010 06:00 - 12/21/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
MIRU SLB Wireline Crew						
MI SLB Frac Crew - Spot Equipment - 24						

#5-13-46 BTR 12/21/2010 06:00 - 12/22/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Shut down equipment due to high volume of SNOW						
Remove Snow from Roads						
Well shut in till after Christmas - 24						

#5-13-46 BTR 12/22/2010 06:00 - 12/23/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Shut down for Holiday - 24						

#5-13-46 BTR 12/23/2010 06:00 - 12/24/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Shut down for Holiday - 24						

#5-13-46 BTR 12/24/2010 06:00 - 12/25/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Shut down for Holiday - 24						

#5-13-46 BTR 12/25/2010 06:00 - 12/26/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Shut down for Holiday - 24						

#5-13-46 BTR 12/26/2010 06:00 - 12/27/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
MI to heat tanks for Fracs - 24						

#5-13-46 BTR 12/27/2010 06:00 - 12/28/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion

Time Log Summary

Well Shut in & Secured

Remove Snow from location - 3, MIRU SLB Wireline

Pressure Test Lubicator to 4000#

using 50/50 Methanol - 1, Schlumberger Wireline to TIH to perf Stage #1

TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF

Correlate to Schlumberger Platform Express log Dated 11-20-2010

Perf 7546'-7550'

POOH, all shots fired, 12 Total Holes

Pump 50 Gals 50/50 Methanol into Well - 1200# - 1.5, MIRU IPS to pressure test Flow Iron

Test 7000# on Iron, 3500# on Sand Trap - 1.5, MIRU Schlumberger Frac Crew

Prep for Fracs - 5, Well Shut in & Secured

Monitor Pressure - 12

#5-13-46 BTR 12/28/2010 06:00 - 12/29/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion

Time Log Summary

Well Shut in & Secured

RU SLB Frac Crew - 6, PPE, Cell Phone Use, Smoking, Pressure, Overhead Loads

Wireline Work, Clold Snow & Ice - 0.5, Open Well to Start Stage #1 945#

Breakdown 4.6 BPM @ 2706#

Pump 27,100 Gals 3% KCL Treated Water

Pump 1,240 Gals 15% HCL Acid 24 Bio Balls Good Ball Action

Pump 8,000 Gals 3% KCL X-L Fluid with 6,300# of 100 Mesh Sand

Pump 16,600 Gals 3% KCL X-L Fluid with 37,800# of 20/40 SLC

Pumped Avg Job Rate - 50.1 BPM Avg Job Psi - 4586#

Max Rate - 51 BPM Max Psi - 8522#

Total BBIs Pumped - 1256 BBLs

Flush Complete, ISIP - 2042# FG - 0.71

Bradenhead & Frac Mandrel monitored - BH - Max 0# - 1.5, Schlumberger Wireline to TIH to perf Stage #2

TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF

Correlate to Schlumberger Platform Express log Dated 11-20-2010

Baker 8K CBP @ 7030' 1750#

Perf 6992'-6996', 6921'-6963', 6798'-6800'

POOH, all shots fired, 24 Total Holes - 1.5, Open Well to Start Stage #2 1070#

Breakdown 4.6 BPM @ 4000#

Pump 26,600 Gals 3% KCL Treated Water

Pump 2,489 Gals 15% HCL Acid 48 Bio Balls Good Ball Action

Pump 11,800 Gals 3% KCL X-L Fluid with 9,700# of 100 Mesh Sand

Pump 25,600 Gals 3% KCL X-L Fluid with 60,100# of 20/40 SLC

Pumped Avg Job Rate - 69.9 BPM Avg Job Psi - 4270#

Max Rate - 71 BPM Max Psi - 7300#

Total BBIs Pumped - 1580 BBLs

Flush Complete, ISIP - 2000# FG - 0.70

Bradenhead & Frac Mandrel monitored - BH - Max 0#

Blow Air to dry Iron & Pumps - 2, Schlumberger Wireline to TIH to perf Stage #2

TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF

Correlate to Schlumberger Platform Express log Dated 11-20-2010

Baker 8K CBP @ 6590' 1850#

Perf 6556'-6560', 6454'-6456', 6372'-6374'

POOH, all shots fired, 24 Total Hole

Pump 50 Gals 50/50 Methanol into Well - 1.5, Well Shut in & Secured

Monitor Pressure Overnight - 11

#5-13-46 BTR 12/29/2010 06:00 - 12/30/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion

Time Log Summary

Well Shut in & Secured - 2, PPE, Cell Phone Use, Smoking, Pressure, Overhead Loads
 Wireline Work, Cold, Snow & Ice - 0.5, Gel was circulated into suction manifold
 clean Gel Monster out of Manifold
 Lost 50 Gals of Gel - 5, Open Well to Start Stage #3 1752# Breakdown 5.0 BPM @ 4198#
 Pump 26,300 Gals 3% KCL Treated Water
 Pump 2,514 Gals 15% HCL Acid 48 Bio Balls Good Ball Action
 Pump 17,600 Gals 3% KCL X-L Fluid with 14,300# of 100 Mesh Sand
 Pump 35,000 Gals 3% KCL X-L Fluid with 86,000# of 20/40 SLC
 Pumped Avg Job Rate - 70.0 BPM Avg Job Psi - 3839#
 Max Rate - 71 BPM Max Psi - 7300#
 Total BBIs Pumped - 1936 BBLs

Flush Complete, ISIP - 1757# FG - 0.71

Bradenhead & Frac Mandrel monitored - BH - Max 0#

Blow Air to dry Iron & Pumps - 2.5, Schlumberger Wireline to TIH to perf Stage #4
 TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF
 Correlate to Schlumberger Platform Express log Dated 11-20-2010

Baker 8K CBP @ 6350' 1440#

Perf 6320'-6322', 6266'-6268', 6236'-6238'
 Perf 6200'-6202', 6180'-6182'
 POOH, all shots fired, 30 Total Hole

Pump 50 Gals 50/50 Methanol into Well - 1.5, Well Shut in & Secured
 Monitor Pressure Overnight - 12.5

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 2OG0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/7/2011			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 First gas sales 01/07/2011 First oil sales 01/12/2011

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT) Elaine Winick	PHONE NUMBER 303 293-9100	TITLE Sr. Permit Analyst
SIGNATURE N/A		DATE 1/14/2011

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 2OG0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/1/2011			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

January 2011 Monthly Activity Report attached.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 2/2/2011

#5-13-46 BTR 1/1/2011 06:00 - 1/2/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Re-Fill Water & Sand - 24						

#5-13-46 BTR 1/2/2011 06:00 - 1/3/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary						
Well Shut in & Secured						
Weather Cold -18, Hard to start equipment						
Water temp down - 6, PPE, Cell Phone Use, Smoking, Pressure, Overhead Loads						
Wireline Work, Cold, Snow & Ice - 0.5, Open Well to Start Stage #6 1008# Breakdown 5.0 BPM @ 1900#						
Pump 37,500 Gals 3% KCL Treated Water						
Pump 3,970 Gals 15% HCL Acid 60 Bio Balls Some Ball Action						
Pump 57,000 Gals 3% KCL X-L Fluid with 46,600# of 100 Mesh Sand						
Pump 116,400 Gals 3% KCL X-L Fluid with 296,000# of 20/40 SLC						
Pumped Avg Job Rate - 60.5 BPM Avg Job Psi - 2692#						
Max Rate - 61 BPM Max Psi - 7612#						
Total BBls Pumped - 5114 BBLS						
Flush Complete, ISIP - 1802# FG - 0.74						
Bradenhead & Frac Mandrel monitored - BH - Max 0#						
Blow Air to dry Iron & Pumps - 3, Schlumberger Wireline to TIH to perf Stage #7						
TIH with 3-1/8" Guns, 120 Degree Phase, SLB 3106 PowerFrac Charges, 3 SPF						
Correlate to Schlumberger Platform Express log Dated 11-20-2010						
Baker 8K CBP @ 5860' 1200#						
Perf 5832'-5834', 5822'-5824', 5806'-5808'						
Perf 5768'-5770', 5754'-5756', 5735'-5738', 5710'-5712'						
POOH, all shots fired, 42 Total Hole						
Pump 50 Gals 50/50 Methanol into Well - 2, Well Shut in & Secured						
Re-Load Water & Sand - 12.5						

#5-13-46 BTR 1/3/2011 06:00 - 1/4/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion

Time Log Summary

Well Shut in & Secured
 Weather Cold -10,
 Wait on last load os sand - 5, PPE, Cell Phone Use, Smoking, Pressure, Overhead Loads
 Wireline Work, Cold, Snow & Ice - 0.5, Open Well to Start Stage #7 1104# Breakdown 5.6 BPM @ 1550#
 Pump 33,600 Gals 3% KCL Treated Water
 Pump 4,645 Gals 15% HCL Acid 84 Bio Balls Some Ball Action
 Pump 58,500 Gals 3% KCL X-L Fluid with 51,500# of 100 Mesh Sand
 Pump 101,300 Gals 3% KCL X-L Fluid with 269,100# of 20/40 SLC
 Pumped Avg Job Rate - 70.3 BPM Avg Job Psi - 2741#
 Max Rate - 71 BPM Max Psi - 3200#
 Total BBIs Pumped - 4712 BBLs

Flush Complete, ISIP - 1690# FG - 0.73

Bradenhead & Frac Mandrel monitored - BH - Max 0#

Blow Air to dry Iron & Pumps - 3, Schlumberger Wireline to TIH to Set Kill Plug

Baker 8K CBP @ 5650' 1200#

Pump 50 Gals 50/50 Methanol into Well - 2, RDMO Schlumberger Frac Crew & Wireline Crew
 Used Blade to pull trucks up hill. - 5, Well Shut in & Secured
 Monitor pressure overnight - 8.5

#5-13-46 BTR 1/4/2011 06:00 - 1/5/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion

Time Log Summary

WSI - 1, JSA Safety Meeting - 0.5, Move Rig and equip. from #15-18, MIRU w/o Rig - 3, ND Frac Tree, NU BOP, Function test. - 0.5, RU workfloor & Tbg. equip. - 0.5, Spot Catwalk, Unload and talley Tbg. 245 Jts. of 2 7/8" L80 EUE. - 2, Spot & RU Rig pump & Foam N2 Unit. - 1, PU & RIH w/ 4 5/8" Chomp mill, 1 Jt. 2 7/8". XN Nipple, 1 Jt., X Nipple Cont. P/U 174 Jts., Pull 5 Stds. - 3, RU Tarps around Wellhead, RU airheater. - 0.5, Secure Well, SDFN - 12

#5-13-46 BTR 1/5/2011 06:00 - 1/6/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion

Time Log Summary

WSI - 1, JSA Safety Meeting - 0.5, TIH w/ Tbg., Tag Kill Plg., Laydown 1 Jt. - 0.5, Hard starting
 RU Swivel - 1, Estalish Circ. w/ Rig pump.
 Drillout Plgs. as follows:
 KP @ 5650' no sand,
 Csg.-450
 Plg. @ 5860' 10' of sand
 Csg.-500
 Plg. @ 6032' 10' of sand
 Csg.-600
 Plg. @ 6168' 15' of sand
 Csg.-550
 Plg. @ 6350' 15' of sand
 Csg.-750
 Made 1 more connection.
 Circ. Bottoms up w/ N2. - 7.5, Drain fluid equip.,
 Secure well, SDFN - 1, WSI. - 12.5

#5-13-46 BTR 1/6/2011 06:00 - 1/7/2011 06:00

API/UWI 43-013-34115	State/Province UT	County DUCHESNE	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 7,735.0	Primary Job Type Drilling/Completion
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Time Log Summary

WSI - 1, JSA Safety Meeting - 0.5, Open Csg.-800#

Make Connections to next plg. - 1, Drillout remaining plugs as follows:

Establish Circ. w/ Rig pump

Plg. @ 6590', 15' of sand

Csg.-750

Plg. @ 7030', 15' of sand

Csg.-750

Cleanout to PBTD @ 7611'

Circ. Bottoms up w/ Rig Pump.

Pump 20 Min. of N2 to Dry up tbg. - 4, RD swivel - 0.5, Laydown to landing depth, PU hanger, Flush Tbg. head w/ 10 Bbls., Stage thru stack, engage pins & Test.

Tubing Description: Tubing - Production Set Depth (ftKB): 5,575.5 Run Date: 2011/01/06 18:00 Pull Date:

Tubing Components

Jts	Item Description	OD (in)	ID (in)	Wt (lbs/ft)	Grade	Top Thread	Len (ft)	Top (ftKB)	Btm (ftKB)
174	Tubing 2 7/8 2.441	6.5	L-80	8rd	5,508.67	0	5,508.70		
1	Profile Nipple X	2 7/8	2.313	6.5	L-80	8rd	1.26	5,508.70	5,509.90
1	Tubing 2 7/8 2.441	6.5	L-80	8rd	31.67	5,509.90	5,541.60		
1	Profile Nipple XN	2 7/8	2.205	6.5	L-80	8rd	1.29	5,541.60	5,542.90
1	Tubing 2 7/8 2.441	6.5	L-80	8rd	31.63	5,542.90	5,574.50		
1	Pump Off Bit Sub	3 1/8	2.5	6.5	L-80	8rd	0.95	5,574.50	5,575.50 - 1, RD tbg. equip. & workfloor - 0.5, ND BOP, NU Tree

& Sales Line, Drop Ball, Pump off bit w/ 35 Bbls., - 1, RU Flowback equip. to Tbg., Secure well & Monitor over night. - 0.5, RDMO w/o rig & N2 unit. - 1, WSI - 13

#5-13-46 BTR 1/7/2011 06:00 - 1/8/2011 06:00

API/UWI 43-013-34115	State/Province UT	County DUCHESNE	Field Name Black Tail Ridge	Well Status Concept	Total Depth (ftKB) 7,735.0	Primary Job Type Drilling/Completion
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Time Log Summary

Cont. Flowback thru test equip.

As of 05:30

Choke 24/64

FTP-520

SICP-900

Static-50

Gas temp-38*

Line temp-

Flow Rate-.114

BWRPH-39

Light Parfin

BWRL24hr-1517

BWRAF-3060

BWLTR-24079

trace sand

PH-7

Oil recoverd after frac-17 Bbls. - 24

#5-13-46 BTR 1/8/2011 06:00 - 1/9/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Cont. Flowback thru test equip. As of 05:30 Choke 24/64 FTP-380 SICP-820 Static-50 Gas temp-38* Line temp- Flow Rate-.032 BWRPH-22 Light Parifin BWRL24hr-1386 BWRAF-4446 BWLTR-22693 trace sand PH-7 BORph-2 Oil recoverd after frac-123 Bbls. BOL24hrs-106 - 24						

#5-13-46 BTR 1/9/2011 06:00 - 1/10/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Cont. Flowback thru test equip. As of 05:30 Choke 24/64 FTP-300 SICP-860 Gas temp-94* Flow Rate-.084 BWRPH-88 Light Parifin BWRL24hr-1521 BWRAF-5968 BWLTR-21172 trace sand PH-7 BORph-6 Oil recoverd after frac-274 Bbls. BOL24hrs-151 - 24						

#5-13-46 BTR 1/10/2011 06:00 - 1/11/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Cont. Flowback thru test equip. As of 05:30 Choke 24/64 FTP-290 SICP-920 Gas temp-94* Flow Rate-.127 BWRPH-67 Light Parifin BWRL24hr-1608 BWRAF-7247 BWLTR-19892 trace sand PH-6.7 BORph-2 Oil recoverd after frac-368 Bbls. BOL24hrs-94 - 24						

#5-13-46 BTR 1/11/2011 06:00 - 1/12/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Cont. Flowback thru test equip. As of 05:30 Choke 24/64 FTP-280 SICP-980 Gas temp-114* Flow Rate-..072 BWRPH-46 Light Parifin BWRL24hr-988 BWRAF-8235 BWLTR-18904 trace sand PH-6.5 BORph-15 Oil recoverd after frac-555 Bbls. BOL24hrs-187 MCF/D-.23 - 24						

#5-13-46 BTR 1/12/2011 06:00 - 1/13/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion
Time Log Summary Cont. Flowback thru test equip. As of 05:30 Choke 24/64 FTP-340 SICP-1100 Gas temp-103* Flow Rate-..12 BWRPH-33 Light Parifin BWRL24hr-976 BWRAF-9212 BWLTR-17928 trace sand PH-6.5 BORph-6 Oil recoverd after frac-725 Bbls. BOL24hrs-170 MCF/D-.23 - 24						

#5-13-46 BTR 1/13/2011 06:00 - 1/14/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-34115	UT	DUCHESNE	Black Tail Ridge	Concept	7,735.0	Drilling/Completion

Time Log Summary

Cont. Flowback thru test equip.

As of 8:000

Choke 24/64

FTP-380

SICP-1140

Gas temp-112*

Flow Rate-..144

BWRPH-29

Light Parifin

BWRL24hr-101

BWRAF-9351

BWLTR-17789

trace sand

PH-6.5

BORph-6

Oil recoverd after frac-760 Bbls.

BOL24hrs-32

MCF/D-.33 - 2, RD Flowback equip. & Clean Flowback tanks - 22

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No.
20G0005608

1a. Type of Well ☒ Oil Well ☐ Gas Well ☐ Dry ☐ Other
b. Type of Completion ☒ New Well ☐ Work Over ☐ Deepen ☐ Plug Back ☐ Diff. Resvr.
Other _____

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

2. Name of Operator
BILL BARRETT CORPORATION Contact: BRADY RILEY
E-Mail: briley@billbarrettcorp.com

8. Lease Name and Well No.
5-13-46 BTR

3. Address 1099 18TH STREET SUITE 2300
DENVER, CO 80202

3a. Phone No. (include area code)
Ph: 303-312-8115

9. API Well No.
43-013-34115

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

At surface SWNW 2153FNL 1039FWL

At top prod interval reported below SWNW 2153FNL 1039FWL

At total depth SWNW 2153FNL 1039FWL

10. Field and Pool, or Exploratory
ALTAMONT

11. Sec., T., R., M., or Block and Survey
or Area Sec 13 T4S R6W Mer UBM

12. County or Parish
DUCHESSNE

13. State
UT

14. Date Spudded
10/14/2010

15. Date T.D. Reached
11/19/2010

16. Date Completed
☐ D & A ☒ Ready to Prod.
01/03/2011

17. Elevations (DF, KB, RT, GL)*
6403 GL

18. Total Depth: MD 7735
TVD 7734

19. Plug Back T.D.: MD 7542
TVD 7541

20. Depth Bridge Plug Set: MD
TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
☒ TRIPLE COMBO, CALIPER, MUD, CBL

22. Was well cored? ☒ No ☐ Yes (Submit analysis)
Was DST run? ☒ No ☐ Yes (Submit analysis)
Directional Survey? ☐ No ☒ Yes (Submit analysis)

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	WL (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
16.000	16.000 COND		0	40	40			0	
14.750	10.750 J-55	45.5	0	2307	2307	1065	240	0	
9.875	5.500 P-110	17.0	0	7735	7733	1670	646	2250	15000

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	5576							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) WASATCH	6266	7550	6266 TO 7550	0.440	72	OPEN
B) GREEN RIVER	5710	6238	5710 TO 6238	0.440	138	OPEN
C)						
D)						

26. Perforation Record

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
6266 TO 7550	SEE ATTACHED; STAGES # 1-4
5710 TO 6238	SEE ATTACHED; STAGES # 4-7

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr API	Gas Gravity	Production Method
01/12/2011	01/11/2011	24	→	187.0	1.0	988.0			FLows FROM WELL
Choke Size	Thg Press Flwg SI	Csg Press	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas Oil Ratio	Well Status	
24/64	350	920.0	→	187	1	988	187000	POW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr API	Gas Gravity	Production Method
			→						
Choke Size	Thg Press Flwg SI	Csg Press	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas Oil Ratio	Well Status	
			→						

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #103204 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

DIV. OF OIL, GAS & MINING

RECEIVED

FEB 24 2011

28b. Production - Interval C									
Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Cog. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

28c. Production - Interval D									
Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Cog. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	

29. Disposition of Gas (Sold, used for fuel, vented, etc.)
SOLD

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top
					Meas. Depth
				GREEN RIVER	1941
				MAHOGANY	2704
				TGR3	3832
				DOUGLAS CREEK	4677
				BLACK SHALE	5432
				CASTLE PEAK	5739
				UTELAND BUTTE	6025
				WASATCH	6252

32. Additional remarks (include plugging procedure):
 Conductor was cemented with grout.

Prod cement top verified by CBL. See attached for perf/frac data for breakdown.

CBL mailed to Vernal office.

33. Circle enclosed attachments:

1. Electrical/Mechanical Logs (1 full set req'd.)

2. Geologic Report

3. DST Report

4. Directional Survey

5. Sundry Notice for plugging and cement verification

6. Core Analysis

7. Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #103204 Verified by the BLM Well Information System.
 For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) **BRADY RILEY**

Title **PERMIT ANALYST**

Signature

(Electronic Submission)

Date **02/24/2011**

Title 18 U.S.C. Section 1001 and Title 42 U.S.C. Section 1212. make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

5-13-46 BTR Report Continued

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)						
AMOUNT AND TYPE OF MATERIAL						
<u>Stage</u>	<u>gals HCL 15 w/ Bio</u>	<u>gals YF120ST</u>	<u>Gals YF125ST w/SC</u>	<u>Gals Water</u>	<u>100 Mesh</u>	<u>20/40 SuperLC</u>
1	2430	17757	6393	52770	6372	37725
2	2489	27396	9920	66346	9704	60011
3	2514	37700	14201	81288	14217	85998
4	3056	125935	47583	221181	47615	298078
5	6236	169920	64278	283355	64673	399806
6	3970	125849	47557	214769	48538	295973
7	4645	108766	50933	197909	51496	269052

*Depth intervals for frac information same as perforation record intervals.

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 FEB 24 2011
 DIV OF OIL, GAS & MINING

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 13-T4S-R6W

#5-13-46 BTR

Plan A - Rev 0

Design: Sperry MWD Survey

Sperry Drilling Services Standard Report

16 February, 2011

Well Coordinates: 657,439.27 N, 2,274,962.97 E (40° 08' 03.12" N, 110° 30' 59.59" W)

Ground Level: 6,403.00 ft

Local Coordinate Origin:

Centered on Well #5-13-46 BTR

Viewing Datum:

KB @ 6419.00ft (Patterson 506)

TVDs to System:

N

North Reference:

True

Unit System:

API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 43I

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FEB 24 2011

DIV. OF OIL, GAS & MINING

HALLIBURTON

Design Report for #5-13-46 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
133.00	0.31	261.31	133.00	-0.05	-0.36	0.26	0.23
First Sperry MWD Survey							
196.00	0.10	251.88	196.00	-0.10	-0.58	0.43	0.34
257.00	0.38	28.51	257.00	0.06	-0.53	0.28	0.75
317.00	0.67	14.94	317.00	0.58	-0.35	-0.24	0.52
377.00	0.36	28.80	376.99	1.08	-0.16	-0.75	0.55
440.00	0.32	248.64	439.99	1.19	-0.23	-0.80	1.02
501.00	0.81	233.69	500.99	0.87	-0.74	-0.23	0.83
560.00	1.29	203.88	559.98	0.02	-1.34	0.81	1.21
621.00	1.26	181.03	620.97	-1.28	-1.63	2.01	0.83
683.00	1.36	177.48	682.95	-2.70	-1.61	3.12	0.21
743.00	0.81	163.38	742.94	-3.81	-1.46	3.90	1.01
804.00	0.17	162.41	803.94	-4.31	-1.31	4.20	1.05
864.00	0.98	186.13	863.93	-4.91	-1.34	4.69	1.38
924.00	1.83	190.15	923.91	-6.36	-1.56	5.97	1.43
987.00	1.45	201.41	986.89	-8.09	-2.03	7.63	0.79
1,050.00	0.58	176.60	1,049.88	-9.15	-2.30	8.63	1.52
1,114.00	0.85	122.11	1,113.87	-9.73	-1.88	8.82	1.09
1,177.00	1.33	184.37	1,176.86	-10.71	-1.54	9.38	1.90
1,241.00	0.98	193.27	1,240.85	-11.98	-1.72	10.50	0.61
1,305.00	0.51	151.04	1,304.85	-12.76	-1.71	11.11	1.08
1,368.00	0.71	122.85	1,367.84	-13.22	-1.25	11.18	0.56
1,431.00	0.17	194.93	1,430.84	-13.52	-0.94	11.23	1.08
1,495.00	0.50	336.45	1,494.84	-13.36	-1.08	11.19	1.00
1,559.00	0.48	59.37	1,558.84	-12.96	-0.96	10.81	1.01
1,622.00	0.68	93.58	1,621.83	-12.85	-0.36	10.35	0.62
1,685.00	0.68	126.23	1,684.83	-13.10	0.32	10.13	0.61
1,749.00	0.71	153.06	1,748.83	-13.68	0.80	10.28	0.51
1,813.00	0.29	188.77	1,812.82	-14.19	0.96	10.59	0.79
1,876.00	0.35	297.06	1,875.82	-14.26	0.76	10.77	0.83
1,940.00	0.24	249.65	1,939.82	-14.22	0.46	10.92	0.40
2,003.00	0.51	213.34	2,002.82	-14.50	0.18	11.31	0.55
2,067.00	0.79	205.85	2,066.82	-15.13	-0.17	12.03	0.46
2,130.00	0.54	193.51	2,129.81	-15.81	-0.42	12.72	0.46
2,194.00	0.29	189.30	2,193.81	-16.26	-0.52	13.14	0.39
2,239.00	0.50	175.32	2,238.81	-16.57	-0.52	13.38	0.51
2,313.00	0.80	171.69	2,312.80	-17.41	-0.42	13.97	0.41
2,377.00	1.48	159.06	2,376.79	-18.62	-0.06	14.71	1.13
2,440.00	0.84	188.59	2,439.78	-19.84	0.16	15.53	1.36
2,503.00	0.67	236.07	2,502.77	-20.50	-0.22	16.28	1.00
2,567.00	0.41	253.79	2,566.77	-20.77	-0.75	16.83	0.48
2,631.00	0.59	233.30	2,630.77	-21.03	-1.23	17.33	0.39
2,694.00	0.81	215.62	2,693.76	-21.59	-1.75	18.09	0.49
2,758.00	0.95	210.99	2,757.76	-22.41	-2.29	19.07	0.25
2,821.00	0.31	257.26	2,820.75	-22.90	-2.72	19.72	1.22
2,884.00	0.61	232.27	2,883.75	-23.14	-3.15	20.17	0.56
2,948.00	0.69	272.09	2,947.75	-23.33	-3.81	20.73	0.70
3,011.00	1.29	339.99	3,010.74	-22.65	-4.43	20.58	1.92
3,074.00	1.96	341.32	3,073.71	-20.97	-5.02	19.61	1.07

Design Report for #5-13-46 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,138.00	1.74	350.20	3,137.68	-18.97	-5.53	18.35	0.56
3,202.00	1.89	39.25	3,201.65	-17.20	-5.03	16.65	2.36
3,265.00	1.92	50.55	3,264.62	-15.72	-3.56	14.58	0.60
3,328.00	1.55	53.17	3,327.59	-14.54	-2.06	12.73	0.60
3,391.00	1.07	70.32	3,390.57	-13.83	-0.83	11.41	0.98
3,455.00	0.50	87.83	3,454.57	-13.62	0.02	10.72	0.96
3,518.00	0.24	73.09	3,517.56	-13.57	0.42	10.44	0.44
3,581.00	0.31	195.98	3,580.56	-13.70	0.50	10.49	0.77
3,645.00	0.26	211.50	3,644.56	-13.99	0.37	10.79	0.14
3,708.00	0.45	227.43	3,707.56	-14.28	0.12	11.18	0.34
3,771.00	0.37	242.73	3,770.56	-14.54	-0.25	11.61	0.21
3,835.00	0.57	245.05	3,834.56	-14.76	-0.72	12.08	0.31
3,898.00	0.38	268.43	3,897.56	-14.90	-1.21	12.49	0.42
3,962.00	0.32	248.69	3,961.55	-14.97	-1.59	12.78	0.21
4,025.00	0.72	221.90	4,024.55	-15.33	-2.02	13.32	0.73
4,087.00	0.80	266.41	4,086.55	-15.65	-2.71	14.00	0.94
4,150.00	0.24	318.18	4,149.54	-15.58	-3.24	14.27	1.08
4,214.00	0.84	220.96	4,213.54	-15.83	-3.63	14.71	1.41
4,277.00	0.69	229.67	4,276.54	-16.43	-4.23	15.55	0.30
4,341.00	0.95	234.31	4,340.53	-16.99	-4.95	16.43	0.42
4,403.00	0.57	265.13	4,402.52	-17.31	-5.68	17.14	0.88
4,467.00	0.31	240.44	4,466.52	-17.42	-6.14	17.51	0.49
4,530.00	1.01	198.23	4,529.52	-18.04	-6.47	18.19	1.28
4,594.00	1.38	211.55	4,593.50	-19.23	-7.05	19.49	0.72
4,657.00	1.10	220.30	4,656.49	-20.34	-7.83	20.85	0.54
4,721.00	0.52	216.26	4,720.48	-21.04	-8.40	21.75	0.91
4,784.00	0.38	252.51	4,783.48	-21.33	-8.77	22.21	0.49
4,848.00	1.11	212.04	4,847.48	-21.92	-9.30	23.00	1.34
4,911.00	1.38	220.62	4,910.46	-23.01	-10.12	24.37	0.52
4,975.00	1.05	228.10	4,974.45	-23.99	-11.06	25.71	0.57
5,038.00	0.90	201.59	5,037.44	-24.84	-11.67	26.76	0.75
5,102.00	1.38	200.58	5,101.42	-26.03	-12.13	27.97	0.75
5,165.00	1.23	218.15	5,164.41	-27.27	-12.81	29.37	0.68
5,229.00	0.74	300.21	5,228.40	-27.60	-13.59	30.12	2.10
5,292.00	0.71	319.44	5,291.40	-27.10	-14.20	30.09	0.39
5,356.00	0.74	304.08	5,355.39	-26.57	-14.80	30.04	0.31
5,419.00	0.51	97.80	5,418.39	-26.38	-14.86	29.93	1.93
5,483.00	0.57	231.34	5,482.39	-26.61	-14.82	30.10	1.55
5,546.00	0.63	283.21	5,545.39	-26.73	-15.40	30.55	0.84
5,610.00	0.61	16.24	5,609.38	-26.32	-15.65	30.38	1.41
5,673.00	0.30	9.35	5,672.38	-25.84	-15.53	29.92	0.50
5,736.00	0.24	193.90	5,735.38	-25.80	-15.54	29.90	0.86
5,800.00	0.44	185.46	5,799.38	-26.18	-15.59	30.23	0.32
5,863.00	0.45	233.48	5,862.38	-26.57	-15.81	30.67	0.57
5,927.00	0.67	260.84	5,926.38	-26.77	-16.39	31.19	0.53
5,991.00	0.55	179.69	5,990.37	-27.14	-16.75	31.70	1.25
6,054.00	0.52	200.62	6,053.37	-27.71	-16.85	32.21	0.31
6,118.00	0.46	257.55	6,117.37	-28.04	-17.20	32.69	0.73
6,182.00	0.28	226.29	6,181.37	-28.20	-17.57	33.04	0.41
6,245.00	0.21	316.30	6,244.37	-28.23	-17.76	33.18	0.56
6,308.00	0.35	308.02	6,307.37	-28.02	-17.99	33.16	0.23

Design Report for #5-13-46 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,371.00	0.28	329.76	6,370.36	-27.77	-18.22	33.10	0.22
6,435.00	0.60	207.51	6,434.36	-27.93	-18.45	33.37	1.23
6,499.00	0.62	261.71	6,498.36	-28.28	-18.95	33.95	0.87
6,562.00	0.39	200.94	6,561.36	-28.53	-19.37	34.40	0.87
6,626.00	0.13	356.83	6,625.36	-28.66	-19.45	34.56	0.80
6,689.00	0.26	119.81	6,688.36	-28.66	-19.33	34.48	0.55
6,753.00	0.44	209.36	6,752.36	-28.95	-19.32	34.71	0.80
6,816.00	0.27	164.73	6,815.36	-29.30	-19.40	35.03	0.50
6,880.00	0.24	356.56	6,879.36	-29.31	-19.37	35.02	0.79
6,943.00	0.62	250.34	6,942.35	-29.30	-19.70	35.21	1.15
7,007.00	0.58	294.29	7,006.35	-29.28	-20.32	35.58	0.70
7,070.00	0.54	302.65	7,069.35	-28.99	-20.86	35.69	0.14
7,134.00	0.29	261.10	7,133.35	-28.85	-21.27	35.83	0.59
7,197.00	0.63	251.46	7,196.34	-28.98	-21.76	36.24	0.55
7,261.00	0.67	249.77	7,260.34	-29.23	-22.44	36.85	0.07
7,324.00	0.64	245.75	7,323.34	-29.50	-23.11	37.47	0.09
7,388.00	0.91	226.70	7,387.33	-29.99	-23.81	38.29	0.58
7,451.00	1.15	215.69	7,450.32	-30.85	-24.54	39.42	0.49
7,515.00	1.02	219.25	7,514.31	-31.81	-25.28	40.63	0.23
7,579.00	1.46	209.65	7,578.29	-32.96	-26.04	42.01	0.76
7,685.00	1.92	217.24	7,684.25	-35.55	-27.78	45.12	0.48
Final Sperry MWD Survey							
7,735.00	1.92	217.24	7,734.22	-36.88	-28.80	46.79	0.00
Straight Line Projection to TD @ 7735 ft							

Design Annotations

Measured Depth (ft)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Comment
133.00	133.00	-0.05	-0.36	First Sperry MWD Survey
7,685.00	7,684.25	-35.55	-27.78	Final Sperry MWD Survey
7,735.00	7,734.22	-36.88	-28.80	Straight Line Projection to TD @ 7735 ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	+N/-S (ft)	+E/-W (ft)	Start TVD (ft)
User	No Target (Freehand)	218.01	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
133.00	7,735.00	Sperry MWD Surveys	MWD

Design Report for #5-13-46 BTR - Sperry MWD Survey

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
5-13-46 BTR_PlanA - actual wellpath misses target center by 39.00ft at 7428.98ft MD (7428.30 TVD, -30.51 N, -24.28 E) - Point	0.00	0.00	7,429.00	0.00	0.00	657,439.27	2,274,962.97	40° 8' 3.120 N	110° 30' 59.591 V
5-13-46 BTR_PlanA - actual wellpath misses target center by 30.67ft at 5509.42ft MD (5508.81 TVD, -26.73 N, -15.04 E) - Circle (radius 200.00)	0.00	0.00	5,509.00	0.00	0.00	657,439.27	2,274,962.97	40° 8' 3.120 N	110° 30' 59.591 V

North Reference Sheet for Sec. 13-T4S-R6W - #5-13-46 BTR - Plan A - Rev 0

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.

Vertical Depths are relative to KB @ 6419.00ft (Patterson 506). Northing and Easting are relative to #5-13-46 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is 111° 30' 0.000 W°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991243

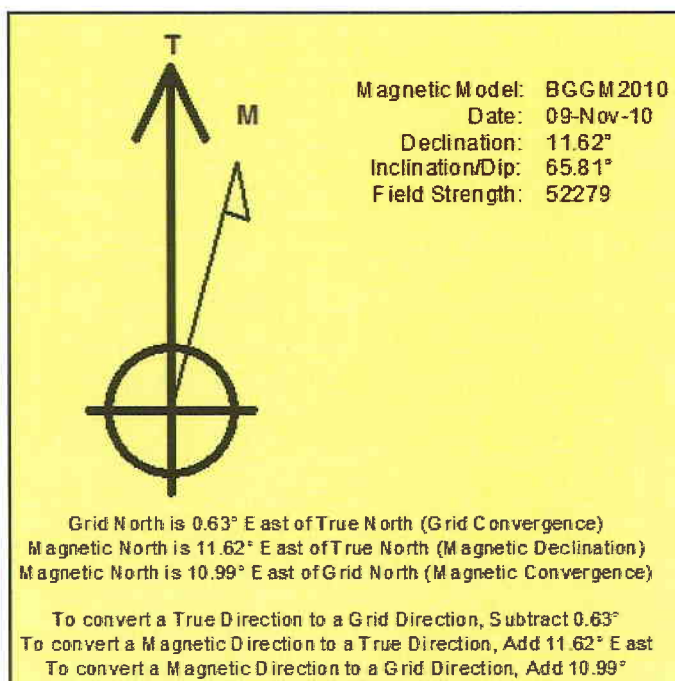
Grid Coordinates of Well: 657,439.27 ft N, 2,274,962.97 ft E

Geographical Coordinates of Well: 40° 08' 03.12" N, 110° 30' 59.59" W

Grid Convergence at Surface is: 0.63°

Based upon Minimum Curvature type calculations, at a Measured Depth of 7,735.00ft
the Bottom Hole Displacement is 46.79ft in the Direction of 217.98° (True).

Magnetic Convergence at surface is: -10.99° (9 November 2010, , BGGM2010)



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FEB 24 2011

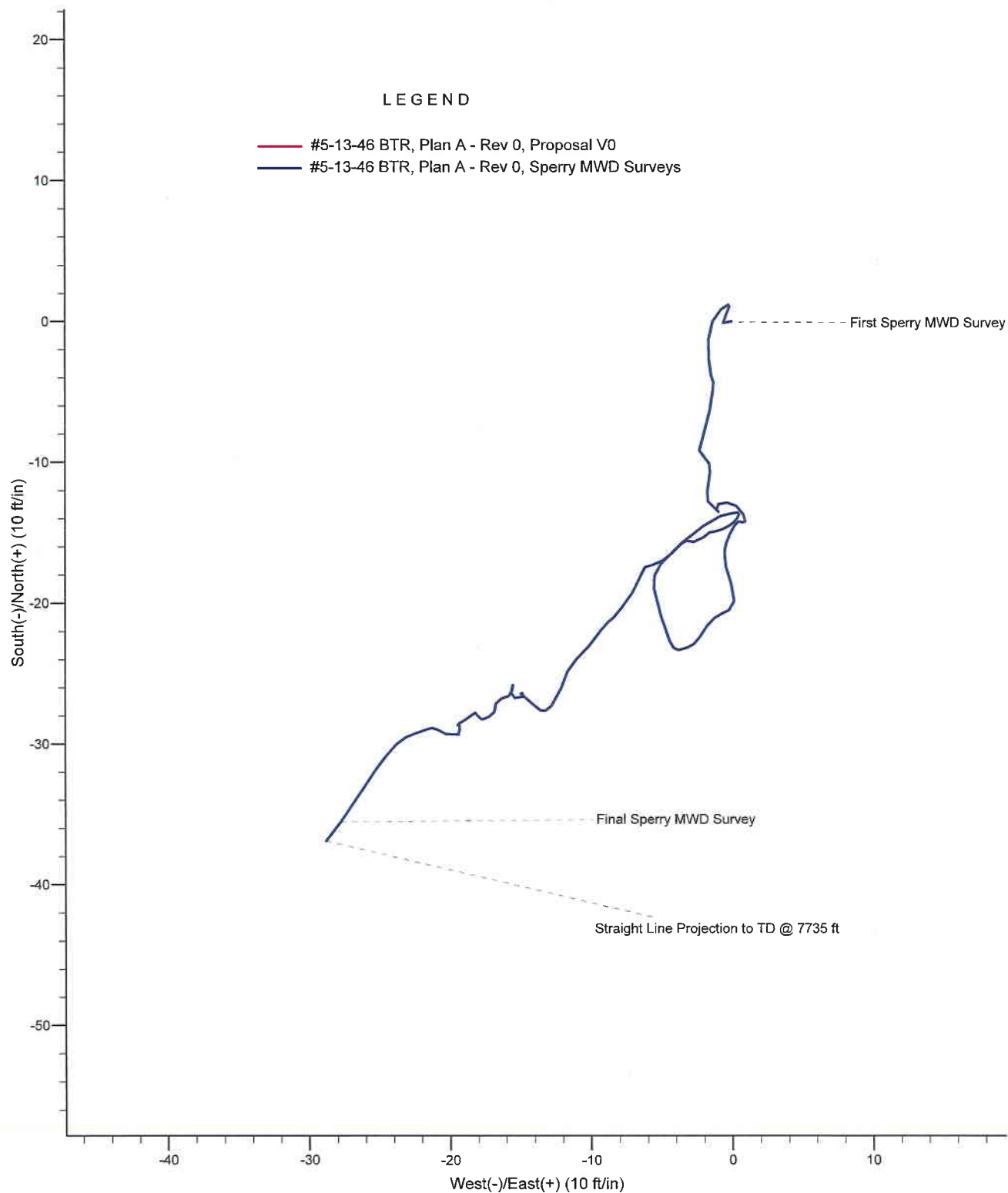
DIV. OF OIL, GAS & MINING

Project: Duchesne County, UT (NAD 1927)
Site: Sec. 13-T4S-R6W
Well: #5-13-46 BTR

Bill Barrett Corp

HALLIBURTON

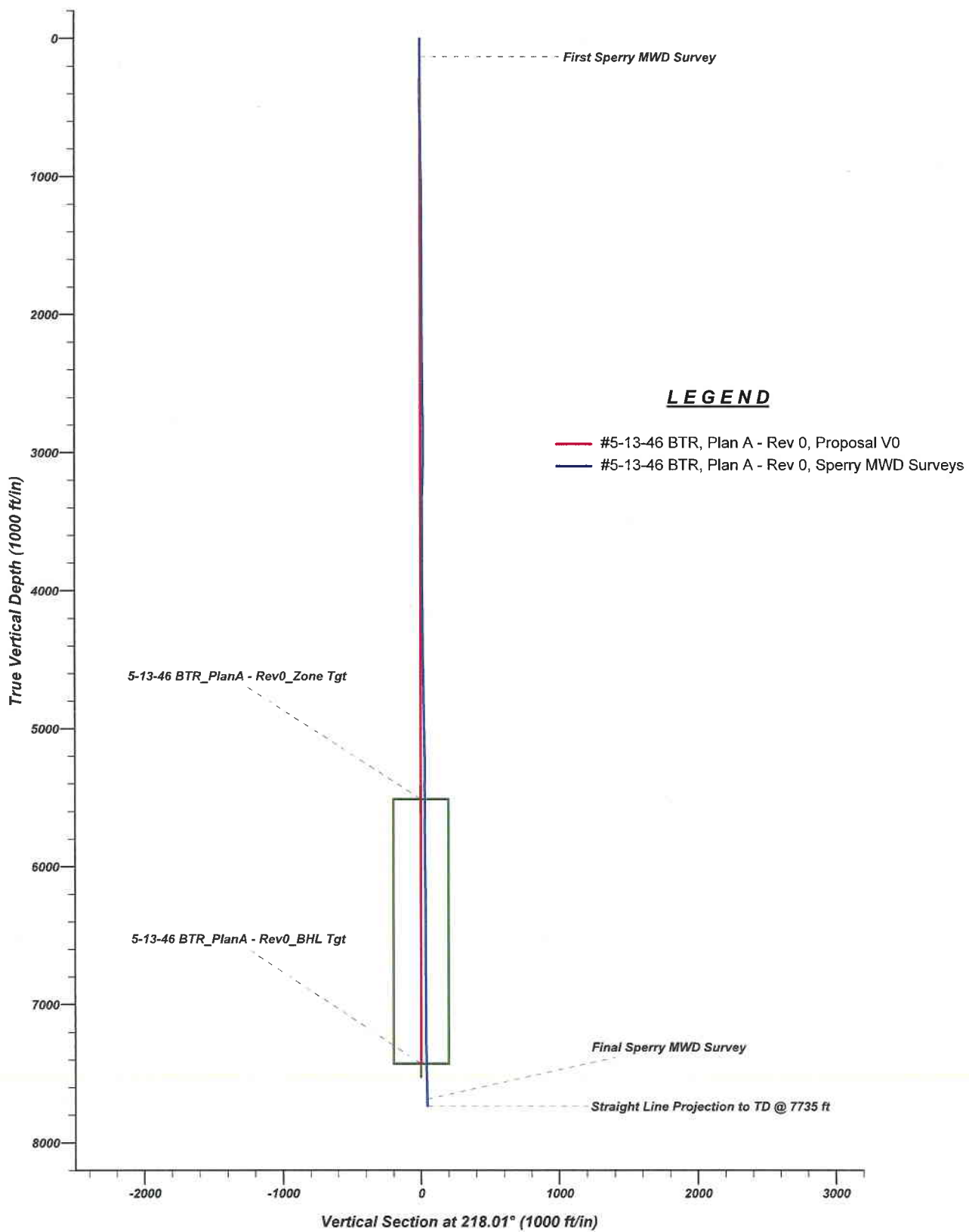
Sperry Drilling



Project: Duchesne County, UT (NAD 1927)
Site: Sec. 13-T4S-R6W
Well: #5-13-46 BTR

Bill Barrett Corp

HALLIBURTON
Sperry Drilling



STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8115

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334115	5-13-46 BTR		SWNW	13	4S	6W	DUCHESNE
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17833	17833				1/3/11	
Comments: Entity formation code change from WSTC to GR-WS							3/10/11

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

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MAR 01 2011

BRADY RILEY

Name (Please Print)

Signature

PERMIT ANALYST

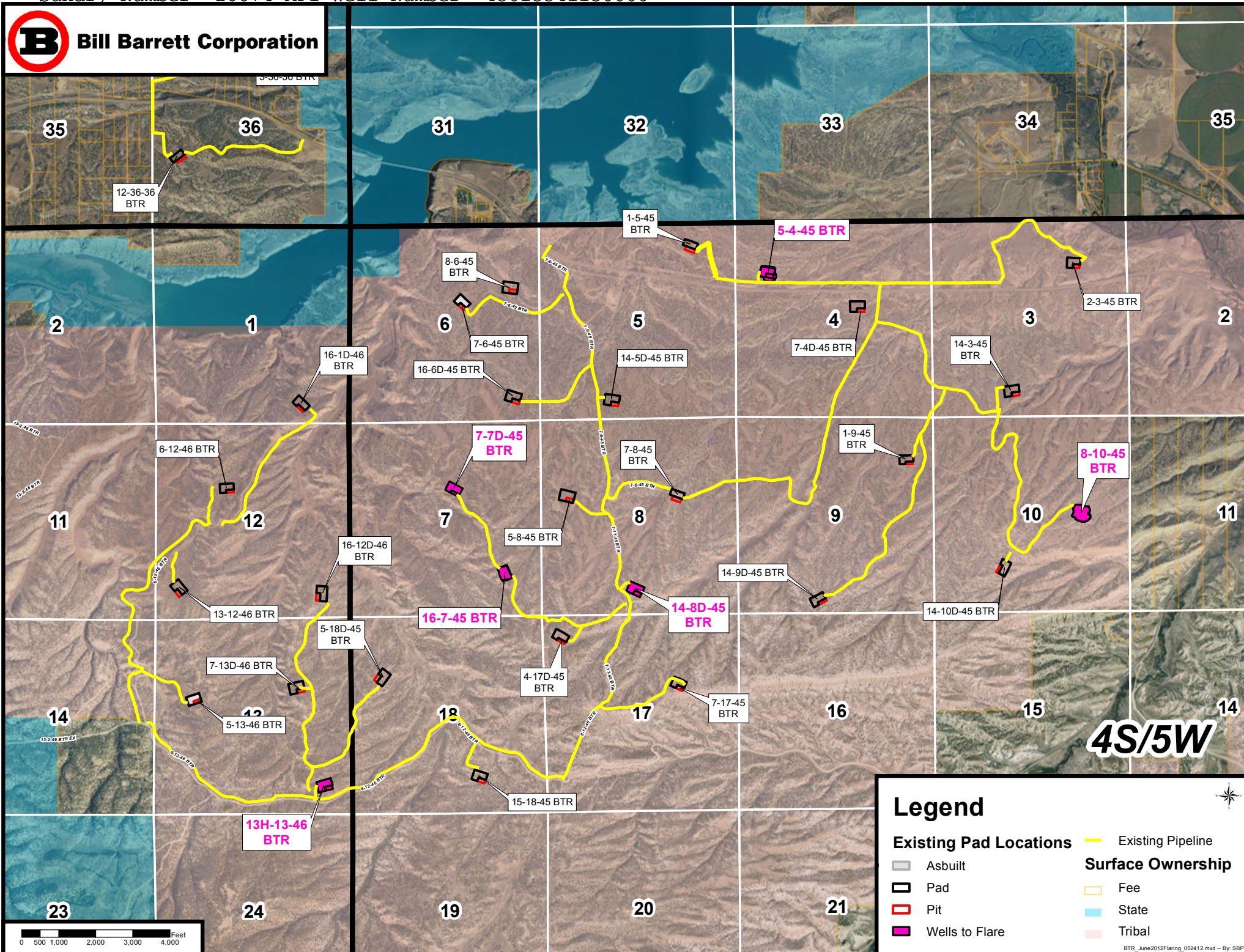
Title

2/25/2011

Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 2OG0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-13-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013341150000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/31/2012 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input checked="" type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100%;" type="text"/> </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BBC hereby requests permission to flare tribal lease wells in our Blacktail Ridge development area located in the Starvation area while El Paso upgrades their existing 6-inch pipeline to a 12-inch to handle current gas production rates. Current operating pressures are approximately 100 psi and the upgrade of the existing line will eliminate the current back pressure concerns such as reservoir damage, surface facility safety issues, production curtailment and lower wellbore recoveries. Additional details are attached.		
NAME (PLEASE PRINT) Venessa Langmacher		PHONE NUMBER 303 312-8172
SIGNATURE N/A		TITLE Senior Permit Analyst
DATE 5/29/2012		Accepted by the Utah Division of Oil, Gas and Mining Date: June 14, 2012 By:

The gas will be flared at the six locations shown on the attached map (5-4-45, 7-7D-45, 8-10-45, 13H-13-46, 14-8D-45, or 16-7-45 wellsites). The flares utilized for combusting the gas have a combustion efficiency of approximately 98%. There are no other delivery points besides the bridge crossing at this point; therefore, associated gas from the oil wells will be flared to continue production of tribal minerals. BBC is requesting flare approval from May 31, 2012 to July 31, 2012 to allow for any potential construction delays. BBC would immediately begin flowing to the pipeline at such time construction is complete. Emergency Dispatch will be notified of the flaring operations. The flaring will also be monitored 24 hours a day by BBC personnel. BBC will still be metering the gas at the wellhead to continue royalty payments. BBC has spoken with the tribe and received their acceptance 05/24/2012 and received BLM sundry approval on 5/24/12.



Legend

Existing Pad Locations

- Asbuilt
- Pad
- Pit
- Wells to Flare

Existing Pipeline

- Existing Pipeline
- Fee
- State
- Tribal

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6368:
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-13-46 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013341150000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2153 FNL 1039 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 13 Township: 04.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="Earned Lease"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 2/9/2011			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The Tribal lease has been earned for this well. The new lease number is
 14-20-H62-6368

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 24, 2014

NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A		DATE 6/3/2014

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-35D-45	35	040S	050W	4301351666	Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668	Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696	Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697	Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700	Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803	Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804	Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805	Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806	Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807	Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808	Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809	Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812	Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847	Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848	Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850	Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862	Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871	Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872	Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897	Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905	Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907	Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974	Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975	Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001	Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002	Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007	Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008	Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009	Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010	Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016	Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030	Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031	Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055	Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057	Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059	Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060	Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092	Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096	Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115	Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116	Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-25-46	25	040S	060W	4301352126	Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161	Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175	Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176	Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186	Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944	Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945	Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946	Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947	Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056	Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057	Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059	Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060	Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061	Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066	Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067	Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068	Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069	Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070	Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071	Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072	Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075	Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076	Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077	Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078	Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079	Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080	Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081	Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082	Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083	Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084	Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085	Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122	Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123	Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124	Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125	Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126	Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127	Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128	Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130	Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132	Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

RIG II, LLC

N4055

3. ADDRESS OF OPERATOR:

1582 West 2600 South

CITY Wood Cross

STATE UT

ZIP 84087

PHONE NUMBER:

(801) 683-4245

4. LOCATION OF WELL

FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

11/1/2016

☐ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☒ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC

1582 West 2600 South

Woods Cross, Utah 84087-0298

801-683-4245

(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165

Duane Zavala

NAME (PLEASE PRINT)

Duane Zavala

SIGNATURE

Senior Vice President -

EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain

NAME (PLEASE PRINT)

Jesse McSwain

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain

TITLE Manager

SIGNATURE

Jesse McSwain

DATE

10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

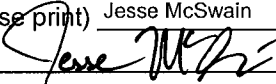
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-UDOGM / UTB000712-BLM / LPM9224670-BIA</small>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

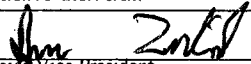
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

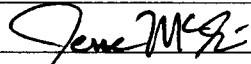
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

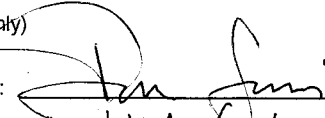
CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadii</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President -</u>
Phone: <u>(303) 293-9100</u>	Title: <u>EH&S, Government and Regulatory Affairs</u>
Comments:	Date: <u>10/20/16</u>

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

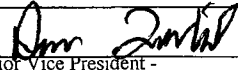
TRANSFER OF AUTHORITY TO INJECT

Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

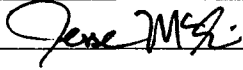
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadii
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

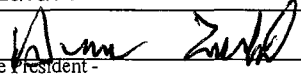
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

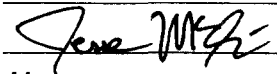
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadi</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u>
Phone: <u>(303) 293-9100</u>	Date: <u>10/20/16</u>
Comments:	

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*